

# **Applus Services, S.A. and Subsidiaries**

Consolidated Financial Statements  
for the year ended 31 December 2017  
and Consolidated 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 and of consolidated financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Group in Spain (see Notes 2 and 31). 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 and of consolidated financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Group in Spain (see Notes 2 and 31). In the event of a discrepancy, the Spanish-language version prevails.*

## **INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS**

To the Shareholders of Applus Services, S.A.,

### **Report on the Consolidated Financial Statements**

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#### **Opinion**

We have audited the consolidated financial statements of Applus Services, S.A. (the Parent) and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2017, and the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows and notes to the consolidated financial statements for the year then ended.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated equity and consolidated financial position of the Group as at 31 December 2017, and its consolidated results and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union (EU-IFRSs) and the other provisions of the regulatory financial reporting framework applicable to the Group in Spain.

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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 Consolidated Financial Statements* section of our report.

We are independent of the Group in accordance with the ethical requirements, including those pertaining to independence, that are relevant to our audit of the consolidated 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Impairment of goodwill and other intangible assets

#### Description

Notes 4 and 5 to the accompanying consolidated financial statements describe the goodwill and other intangible assets allocated to each of the cash-generating units (CGUs) identified by Group management, amounting to EUR 554.9 million and EUR 581.9 million, respectively, at 31 December 2017.

These assets were primarily recognised in business combinations carried out by the Group both in prior years and in the current year. Also, the various CGUs identified correspond to the various business units managed by the Group (Energy & Industry, Auto, IDIADA and Laboratories) in each of the defined geographical areas in which it carries on its activity.

If there are any indications of impairment, and at least at each year-end, Group management tests these assets for impairment using discounted cash flow-based valuation techniques to determine the recoverable amount thereof.

#### Procedures applied in the audit

Our audit procedures to address this matter included mainly:

The assessment of the reasonableness of the cash flow projections and of the discount rates by conducting a critical analysis of the key assumptions of the models used. In particular, we compared revenue growth rates with the latest approved strategic plans and budgets, and reviewed them for consistency with the historical information on the market situation, as well as assessing management's historical accuracy in the budgeting process.

The assessment of the reasonableness of the discount rates applied for each business and geographical area, taking into consideration the cost of capital of the Group and of comparable organisations, as well as perpetuity growth rates, among others.

The assessment of the sensitivity analyses, stressing those assumptions to which the impairment test is most sensitive, i.e. those with the greatest effect on the determination of the recoverable amount of the assets.

The involvement of internal business valuation experts to assess the reasonableness of the models and key assumptions used by the Applus Group.

## Impairment of goodwill and other intangible assets

### Description

The performance of this impairment test was considered to be a key matter in our audit, given the magnitude of these assets and that management's assessment in this respect is an estimation process that includes a high level of judgements and assumptions, such as the determination of the growth rates for sales and expenses that the various CGUs are expected to show, investments in non-current and current assets, as well as other assumptions obtained from the Group's strategic plan.

Also, a discount rate is determined on the basis of the economic situation in general and of that of each CGU in particular, in accordance with the risks specific to the various countries and to the business carried on.

### Procedures applied in the audit

Lastly, we also assessed whether Notes 3-d and 6 to the accompanying consolidated financial statements contain the disclosures required by the applicable accounting regulations relating to the impairment tests on those assets and, in particular, the detail of the main assumptions used, as well as a sensitivity analysis of changes in the key assumptions used in the tests performed.

## Recovery of deferred tax assets

### Description

Note 20.c details the deferred tax assets amounting to EUR 71.9 million that are recognised in the consolidated statement of financial position at year-end, corresponding to tax losses, tax credits and temporary differences amounting to EUR 40.7 million, EUR 12.6 million and EUR 18.6 million, respectively. Of this total, EUR 44.3 million relate to the Spanish tax group and EUR 27.6 million are from foreign subsidiaries.

In addition, as indicated in Note 20.c, the Group has unrecognised deferred tax assets corresponding to tax losses and tax credits amounting to EUR 110.3 million and EUR 54.2 million, respectively.

At the end of each reporting period, Group management assesses the recoverability of the tax assets recognised based on projections of future taxable profits in a timeframe of no more than ten years, taking into account the legislation of each tax jurisdiction in which the Group operates, legislative changes and the most recent business plans approved for the various business divisions and geographical areas. We identified this matter as key in our audit, since the assessment of the recoverability of these assets requires a significant level of judgement, largely in connection with the projections of business performance.

### Procedures applied in the audit

Our audit procedures to address this matter included, among others:

The evaluation of the methodology and assumptions applied by the Group and, in particular, those related to the growth of sales and expenses that determine the projection of future taxable profits in each tax jurisdiction.

The assessment of the consistency of the assumptions taking into account both historical information and the market situation and the tax legislation applicable in each jurisdiction, involving internal tax experts in those geographical areas in which the Group has the most significant amounts of deferred tax assets. We also reviewed the consistency of the models with the financial information used by Group management in performing the impairment test on goodwill and other intangible assets and the sensitivity analyses, stressing those assumptions that have the greatest effect on determining the recoverable amount of the tax assets.

The assessment of the historical precision of management in the process of preparing projections of tax bases, comparing the actual figures for the year with the projections made in the preceding year.

Lastly, we also verified that the disclosures required by the applicable accounting legislation are included in the notes to the accompanying consolidated financial statements. The disclosures on this matter can be found in Notes 3.r and 20 to the consolidated financial statements.

## Provisions for tax and litigation

### Description

The Group operates in multiple tax and legal jurisdictions worldwide and is subject to a wide variety of specific, sometimes complex, laws and regulations.

Note 17 includes a detail of the specific provisions for tax, legal matters, litigation and claims recognised at 31 December 2017, together with other disclosures related to these items.

At the end of each reporting period Group management assesses the need for and sufficiency of the aforementioned provisions, taking into consideration the available information and the circumstances prevailing at any given time. In this process, Group management has the support of external advisers hired for this purpose. The determination of the amounts recognised and the disclosures included in the notes to the consolidated financial statements involve a high level of estimates, judgements and assumptions due to uncertainties about the range of possible resolutions of litigation and claims in process and, therefore, it was considered to be a key audit matter.

### Procedures applied in the audit

Our audit procedures to address this issue included, among others, the obtainment, through direct confirmation processes, of the assessment carried out by the Group's external advisers for each significant lawsuit or claim in process, the obtainment of the assessment of the Group's legal and tax departments and the obtainment of all available information relating to each significant lawsuit or claim. In the course of our work, we assessed, for all significant lawsuits and claims, the reasonableness of the provisions recognised by involving our experts in each subject matter and in each applicable jurisdiction.

Lastly, we also verified that the disclosures required by the applicable accounting legislation are included in the notes to the accompanying consolidated financial statements. The disclosures on this matter can be found in Notes 3-I, 17, 20.f and 27 to the consolidated financial statements.

## Accounting for the business combination carried out in the year

### Description

As indicated in Note 2-b-e.1.1, in 2017 the Applus Group acquired the assets and liabilities of the Finisterre subgroup corresponding to administrative vehicle roadworthiness testing concessions in Galicia and Costa Rica. This transaction was considered by the Group to be a business combination. As a result, the Group performed the initial accounting for the business combination, as permitted by IFRS 3, Business Combinations, which led to the recognition of intangible assets and goodwill amounting to EUR 101.2 million and EUR 22.8 million, respectively.

This acquisition is a complex transaction which includes contractual agreements the recognition of which in the consolidated financial statements required the forming of significant judgements. Also, determining the fair value of the assets acquired and the liabilities assumed, and the goodwill arising on the acquisition date, required the use of valuation techniques, such as the estimation of discounted future cash flows, which require significant judgements and estimates to be made with respect to the assumptions considered. For the above reasons, we considered this matter to be a key matter in our audit.

### Procedures applied in the audit

Our audit procedures included, among others, the review of the agreements entered into in the framework of this acquisition in order to verify the reasonableness of the accounting records associated with the agreements reached, as well as obtaining the analysis carried out by the Group for the provisional purchase price allocation, verifying the clerical accuracy of the calculations made and the reasonableness of the main assumptions considered therein, which include the duration of the aforementioned administrative concessions.

To this end, we analysed the consistency of the future cash flow projections with the business plans used in the framework of the acquisition and with the historical information of the business acquired. We involved our internal valuation experts in order to evaluate, mainly, the methodology employed by the Group in the analysis conducted and the discount rates considered.

We also performed audit procedures at the acquisition date to verify the operating cut-off and the way in which the assets and liabilities of the business acquired were accounted for.

Lastly, we evaluated whether the disclosures included in Note 2-b-e.1.1 to the accompanying consolidated financial statements in connection with this matter are in conformity with those required by the applicable accounting regulations.

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## **Other Information: Consolidated Directors' Report**

The other information comprises only the consolidated directors' report for 2017, the preparation of which is the responsibility of the Parent's directors and which does not form part of the consolidated financial statements.

Our audit opinion on the consolidated financial statements does not cover the consolidated directors' report. Our responsibility relating to the consolidated directors' report is defined in the audit regulations in force, which establish two distinct levels thereof:

- a) A specific level that applies to the consolidated non-financial information statement, as well as to certain information included in the Annual Corporate Governance Report (ACGR), as defined in Article 35.2.b) of Spanish Audit Law 22/2015, which consists solely of checking that the aforementioned information has been provided in the consolidated directors' report, or, where appropriate, that the reference to the separate report on non-financial information has been included in the directors' report as required by the applicable legislation, and, if this is not the case, reporting this fact.
- b) A general level applicable to the other information included in the consolidated directors' report, which consists of evaluating and reporting on whether the aforementioned information is consistent with the consolidated financial statements, based on the knowledge of the entity obtained in the audit of those consolidated financial statements and excluding any information other than that obtained as evidence during the audit, as well as evaluating and reporting on whether the content and presentation of this section of the consolidated 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 above, we have checked that the non-financial information described in section a) above is presented in the separate report, "Annual Corporate Social Responsibility Report" to which a reference is included in the consolidated directors' report, that the information in the ACGR, discussed in the aforementioned section, is included in the consolidated directors' report and that the other information in the consolidated directors' report is consistent with that contained in the consolidated financial statements for 2017 and its content and presentation are in conformity with the applicable regulations.

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## **Responsibilities of the Directors and Audit Committee of the Parent for the Consolidated Financial Statements**

The Parent's directors are responsible for preparing the accompanying consolidated financial statements so that they present fairly the Group's consolidated equity, consolidated financial position and consolidated results in accordance with EU-IFRSs and the other provisions of the regulatory financial reporting framework applicable to the Group in Spain, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.



In preparing the consolidated financial statements, the Parent's directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.

A further description of our responsibilities for the audit of the consolidated financial statements is included in Appendix I to this auditor's report. This description, which is on pages 10 and 11, forms part of our auditor's report.

### **Report on Other Legal and Regulatory Requirements**

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#### **Additional Report to the Parent's Audit Committee**

The opinion expressed in this report is consistent with the content of our additional report to the Parent's audit committee dated 23 February 2018.

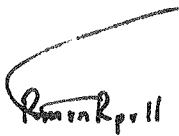
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## Engagement Period

The Annual General Meeting held on 21 June 2017 appointed us as auditors for a period of one year from the year ended 31 December 2016, i.e. for 2017.

Previously, we were designated pursuant to a resolution of the General Meeting for the period of one year and have been auditing the consolidated financial statements uninterrupted since the year ended 31 December 2007 and, therefore, since the year ended 31 December 2014, the year in which the Parent became a Public Interest Entity.

DELOITTE, S.L.  
Registered in ROAC under no. S0692



Raimon Ripoll Giralt  
Registered in ROAC under no. 16874

23 February 2018

## Appendix I 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 consolidated financial statements.

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### Auditor's Responsibilities for the Audit of the Consolidated 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 consolidated 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Parent's directors.
- Conclude on the appropriateness of the use by the Parent's directors of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the Parent'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 Parent'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 Parent's audit committee, we determine those matters that were of most significance in the audit of the consolidated 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.

# **Applus Services, S.A. and Subsidiaries**

Consolidated Financial Statements  
for the year ended 31 December 2017,  
and Consolidated Director's Report  
together with Auditor's Report

*Translation of consolidated financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Group (see Notes 2 and 31). In the event of a discrepancy, the Spanish-language version prevails.*

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## APPLUS SERVICES, S.A. AND SUBSIDIARIES

### CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2017

(Thousands of Euros)

ASSETS	Notes	31/12/2017	31/12/2016	EQUITY AND LIABILITIES	Notes	31/12/2017	31/12/2016
<b>NON-CURRENT ASSETS</b>				<b>EQUITY</b>			
Goodwill	4	554,861	535,481	Share capital and reserves-			
Other intangible assets	5	581,897	533,557	Share capital	12.a	13,070	11,770
Property, plant and equipment	7	210,396	217,045	Share premium	12.b	449,391	313,525
Non-current financial assets	8	11,797	12,570	Retained earnings and other reserves		290,484	300,156
Deferred tax assets	20.3	71,933	87,199	Profit / (Loss) for the year attributable to the Parent		35,582	19,542
Total non-current assets		1,430,884	1,385,852	Treasury Shares	12.c	(1,186)	(2,837)
				Valuation adjustments-			
				Foreign currency translation reserve	12.e	(43,735)	(29,062)
				<b>EQUITY ATTRIBUTABLE TO THE SHAREHOLDERS OF THE PARENT</b>		743,606	613,094
				<b>NON-CONTROLLING INTERESTS</b>	13	51,357	44,500
				Total Equity		794,963	657,594
				<b>NON-CURRENT LIABILITIES</b>			
<b>CURRENT ASSETS</b>				Long-term provisions	17 & 27.b	17,258	16,928
Non-current assets held for sale	2.e.1.1	11,750	-	Bank borrowings	14	597,519	757,914
Inventories	9	8,146	8,062	Other financial liabilities	15	27,349	23,527
Trade and other receivables-				Deferred tax liabilities	20.4	161,992	164,849
Trade and other receivables	10	343,248	351,943	Other non-current liabilities	18	33,034	6,950
Trade receivables from related companies	10 & 28	3,969	1,698	Total non-current liabilities		837,152	970,168
Other receivables	10	20,678	25,519	<b>CURRENT LIABILITIES</b>			
Corporate income tax assets	20.2	20,039	15,893	Short-term provisions		1,074	1,316
Other current assets		11,284	14,296	Bank borrowings	14	29,385	27,086
Current financial assets	11	24,846	4,621	Trade and other payables	19	307,709	318,567
Cash and cash equivalents	11	129,211	188,224	Trade payables from related companies	19 & 28	521	3
Total current assets		573,171	610,256	Corporate income tax liabilities	20.2	12,066	12,091
<b>TOTAL ASSETS</b>		<b>2,004,055</b>	<b>1,996,108</b>	Other current liabilities	18	21,185	9,283
				Total current liabilities		371,940	368,346
				<b>TOTAL EQUITY AND LIABILITIES</b>		<b>2,004,055</b>	<b>1,996,108</b>

The accompanying Notes 1 to 31 and Appendices I and II are an integral part of the consolidated statement of financial position as at 31 December 2017.

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**APPLUS SERVICES, S.A. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR 2017**  
(Thousands of Euros)

	Notes	2017	2016
<b>CONTINUING OPERATIONS</b>			
Revenue		1,583,094	1,586,496
Procurements		(180,926)	(216,974)
Staff costs	21.a	(861,574)	(840,391)
Other operating expenses		(356,986)	(352,324)
<b>Operating Profit Before Depreciation, Amortization and Others</b>		<b>183,608</b>	<b>176,807</b>
Depreciation and amortization charge	5 & 7	(94,381)	(94,362)
Impairment and gains or losses on disposal of non-current assets		1,192	108
Other results	21.b	(8,264)	(5,224)
<b>OPERATING PROFIT</b>		<b>82,155</b>	<b>77,329</b>
Financial Result	22	(21,468)	(18,566)
Share of profit of companies accounted for using the equity method		647	1,724
<b>Profit / (Loss) before tax</b>		<b>61,334</b>	<b>60,487</b>
Corporate income tax	20	(15,728)	(31,912)
<b>Net Profit / (Loss) from continuing operations</b>		<b>45,606</b>	<b>28,575</b>
<b>PROFIT / (LOSS) FROM DISCONTINUED OPERATIONS NET OF TAX</b>		-	-
<b>NET CONSOLIDATED PROFIT / (LOSS)</b>		<b>45,606</b>	<b>28,575</b>
Profit / (Loss) attributable to non-controlling interests	13	10,024	9,033
<b>NET PROFIT / (LOSS) ATTRIBUTABLE TO THE PARENT</b>		<b>35,582</b>	<b>19,542</b>
Profit / (Loss) per share (in euros per share)			
- Basic	12.d	0.267	0.150
- Diluted		0.267	0.150

The accompanying Notes 1 to 31 and Appendices I and II are an integral part of the consolidated statement of profit or loss for 2017.

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**APPLUS SERVICES, S.A. AND SUBSIDIARIES**

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR 2017**

(Thousands of Euros)

	2017	2016
<b>NET CONSOLIDATED PROFIT:</b>	<b>45,606</b>	<b>28,575</b>
<b>1. Other comprehensive income:</b>		
<b>a) Items that will not be transferred to profit or loss</b>	-	-
<b>b) Items that could be transferred to profit or loss:</b>		
Exchange differences on translating foreign operations	(16,639)	5,114
Fair value gain on hedging instruments entered into for cash flow hedges	-	-
Income tax effect of other comprehensive income	-	-
<b>2. Transfers to the statement of profit or loss:</b>	-	-
<b>Other comprehensive result</b>	<b>(16,639)</b>	<b>5,114</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>28,967</b>	<b>33,689</b>
<b>Total comprehensive income for the year attributable to:</b>		
- The Parent	20,909	23,602
- Non-controlling interests	8,058	10,087
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>28,967</b>	<b>33,689</b>

The accompanying Notes 1 to 31 and Appendices I and II are an integral part of the consolidated statement of comprehensive income for 2017.



**APPLUS SERVICES, S.A. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR 2017**  
(Thousands of Euros)

	Share capital	Share premium	Retained earnings and other reserves	Profit / (loss) for the year attributable to the Parent	Treasury shares	Foreign currency translation reserve	Non-controlling interests	Total equity
<b>Balance at 31/12/2015</b>	11,770	313,525	281,617	38,244	(7,883)	(33,122)	47,145	651,296
Changes in the scope of consolidation	-	-	(39)	-	-	-	(264)	(303)
Allocation of 2015 profit	-	-	38,244	(38,244)	-	-	-	-
Dividends paid	-	-	(16,902)	-	-	-	(10,294)	(27,196)
Treasury shares	-	-	4,757	-	5,046	-	-	9,803
Other changes	-	-	(7,521)	-	-	-	(2,174)	(9,695)
2016 comprehensive income	-	-	-	19,542	-	4,060	10,087	33,689
<b>Balance at 31/12/2016</b>	11,770	313,525	300,156	19,542	(2,837)	(29,062)	44,500	657,594
Changes in the scope of consolidation	-	-	(14,598)	-	-	-	5,997	(8,601)
Allocation of 2016 profit	-	-	19,542	(19,542)	-	-	-	-
Dividends paid	-	-	(16,902)	-	-	-	(7,136)	(24,038)
Treasury shares	-	-	2,834	-	1,651	-	-	4,485
Capital increase	1,300	135,866	(1,717)	-	-	-	-	135,449
Other changes	-	-	1,169	-	-	-	(62)	1,107
2017 comprehensive income	-	-	-	35,582	-	(14,673)	8,058	28,967
<b>Balance at 31/12/2017</b>	13,070	449,391	290,484	35,582	(1,186)	(43,735)	51,357	794,963

The accompanying Notes 1 to 31 and Appendices I and II are an integral part of the consolidated statement of changes in equity for 2017.

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## APPLUS SERVICES, S.A. AND SUBSIDIARIES

### CONSOLIDATED STATEMENT OF CASH FLOWS FOR 2017

(Thousands of Euros)

	Notes	2017	2016
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Profit from operating activities before tax		61,334	60,487
<b>Adjustments of items that do not give rise to operating cash flows</b>			
Depreciation and amortisation charge	5 & 7	94,381	94,362
Changes in provisions and allowances		501	(5,229)
Financial result	22	21,468	18,566
Share of profit of companies accounted for using the equity method		(647)	(1,724)
Gains or losses on disposals of intangible and tangible assets		(1,192)	(108)
<b>Profit from operations before changes in working capital (I)</b>		<b>175,845</b>	<b>166,354</b>
<b>Changes in working capital</b>			
Changes in trade and other receivables		11,517	27,771
Changes in inventories	9	(84)	2,044
Changes in trade and other payables		(15,910)	17,494
<b>Cash generated by changes in working capital (II)</b>		<b>(4,477)</b>	<b>47,309</b>
<b>Other cash flows from operating activities</b>			
Other payments	17	(1,980)	(10,381)
Corporate Income tax payments		(32,498)	(33,836)
<b>Cash flows from operating activities (III)</b>		<b>(34,478)</b>	<b>(44,217)</b>
<b>NET CASH FLOW FROM OPERATING ACTIVITIES (A)= (I)+(II)+(III)</b>		<b>136,890</b>	<b>169,446</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Business combination		5,559	-
Payments due to acquisition of subsidiaries and other non-current financial assets		(95,932)	(2,057)
Proceeds from disposal of subsidiaries		11,857	-
Payments due to acquisition of intangible and tangible assets		(59,032)	(53,736)
<b>Net cash flows used in investing activities (B)</b>		<b>(137,548)</b>	<b>(55,793)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Equity shares		137,166	-
Payments for share issue costs		(2,234)	-
Interest received		1,339	1,339
Interest paid		(17,098)	(17,109)
Net changes in non-current financing (proceeds and payments)		(123,864)	(21,163)
Net changes in current financing (proceeds and payments)		(16,385)	(23,022)
Dividends		(16,902)	(16,902)
Dividends paid by Group companies to non-controlling interests		(7,969)	(7,180)
<b>Net cash flows used in financing activities (C)</b>		<b>(45,947)</b>	<b>(84,037)</b>
<b>EFFECT OF FOREIGN EXCHANGE RATE CHANGES (D)</b>		<b>(12,408)</b>	<b>(3,829)</b>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS (A + B + C + D)</b>		<b>(59,013)</b>	<b>25,787</b>
Cash and cash equivalents at beginning of year		188,224	162,437
Cash and cash equivalents at end of year		129,211	188,224

The accompanying Notes 1 to 31 and Appendices I and II are an integral part of the consolidated statement of cash flows for 2017.

Consolidated statement of financial position as at 31 December 2017

Consolidated statement of profit or loss for 2017

Consolidated statement of comprehensive income for 2017

Consolidated statement of changes in equity for 2017

Consolidated statement of cash flows for 2017

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*Translation of consolidated financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Group (see Notes 2 and 32). In the event of a discrepancy, the Spanish-language version prevails.*

## **Applus Services, S.A. and Subsidiaries**

### **Notes to the Consolidated Financial Statements for the year ended 31 December 2017**

#### **1. Group activities**

Applus Services, S.A. (formerly Applus Technologies Holding, S.L. hereinafter -"the Parent" or "the Company"-) has been the Parent of the Applus Group ("Applus Group" or "the Group") since 29 November 2007.

In 2017 the Parent Company changed its registered office from its former location in Bellaterra-Cerdanyola del Vallès (Barcelona), Campus de la UAB, Ronda de la Font del Carme, s/n to its current location in Madrid, calle Campezo 1, edificio 3, Parque Empresarial Las Mercedes.

The Parent's Company purpose is as follows:

- To provide services in relation to the transport sector and vehicle and highway safety (engineering processes, design, testing, approval and certification of used cars), as well as technical inspections in sectors other than the automotive sector, with a blanket exclusion of activities that are covered by special legislation.
- The technical audits of all types of installations for technical inspection or control of vehicles located anywhere in Spain or abroad, as well as any other type of technical inspection other than vehicles.
- The production and execution of studies and projects in relation to the previously mentioned activities: economic, industrial, property, information technology, market surveys and research, as well as the supervision, direction and provision of services and advice in the execution thereof. Provision of services, advice, administration, operation and management, whether technical, fiscal, legal or commercial.
- Business intermediation services, both locally and abroad.
- To provide all types of inspection services and quality and quantity control, regulatory inspection, collaboration with administration, consultancy, audit, certification, approval, personnel training and qualification, and technical assistance in general in order to improve the organization and management of quality, safety and environmental aspects.
- To carry out studies, works, measurements, tests, analyses and controls, in laboratories or in situ, and such other professional methods and actions considered necessary or advisable, in particular those related to manufacturing materials, equipment, products and installations, in the fields of mechanics, electricity, electronics and information technology, transport and communications, administrative organization and office automation, mining, food, environment, construction and civil works, performed during the stages of design, planning, manufacturing, construction and assembly and commissioning, maintenance and production for all types of companies and entities, both public and private, as well as before the Central State Administration, the Administrations of Autonomous Communities, Provinces and Municipalities, and all types of agencies, institutions and users, whether within the country or abroad.

- The purchase, holding and administration, whether direct or indirect, of shares, corporate interests, quota shares and any other form of holding or interest in the capital and/or securities granting right to the obtaining of shares, corporate interests, quota shares, or other holdings or interests in companies of any type, with or without legal personality, established in accordance with Spanish law or any other applicable legislation, in accordance with Article 108 of the Law 27/2014, of 27 November 2014, on Corporate Income Tax, or by such legislation as may replace it, as well as the administration, management and guidance of such companies and entities, whether directly or indirectly, by means of the membership, attendance and holding of positions on any governing and management bodies of such companies or entities, carrying out the described advisory, management and guidance services making use of the corresponding organization of material and personnel means. An exception is made for those activities expressly reserved by law for Collective Investment Institutions, as well as for that expressly reserved by the Securities Market Act for investment service companies.

The activities may be carried out either directly by the Company or through the ownership of shares or equity interest in other companies with an identical or related purpose, including the carrying out of all its activities in an indirect manner, therefore acting solely as a holding company.

All activities for which the law establishes special requirements that cannot be carried out by the Company are excluded from the corporate purpose. Should legal provisions require a professional qualification, administrative authorization, or registration with a public registry to be able to perform any of the activities included in the corporate purpose, such activities must be performed by persons who hold such professional qualifications, and such tasks shall not be able to commence until the administrative requirements have been met.

The Parent's shares have been listed on the stock market since 9 May 2014.

The subsidiaries and associates directly or indirectly owned by the Parent and included in the scope of consolidation are shown in Appendix I.

The subsidiaries and associates directly or indirectly owned by the Parent and excluded from the scope of consolidation either because they are dormant companies or because effective control over them is not exercised by the shareholders of the Applus Group are shown in Appendix II.

## **2. Basis of presentation and basis of consolidation**

### ***2.a Basis of presentation of the consolidated financial statements***

#### ***a) Basis of presentation***

These consolidated financial statements for 2017 were authorised for issue by the Parent's Directors at the Board of Directors Meeting held on 21 February 2018. The 2017 consolidated financial statements of the Group and the 2017 financial statements of the Group companies have not yet been approved by their shareholders at the respective Annual General Meetings. The Parent's Board of Directors considers that these financial statements will be approved without any changes. The Group's consolidated financial statements for 2016 were approved by the shareholders at the Parent's Annual General Meeting of 21 June 2017.

The Parent's Directors have prepared the Applus Group's consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union (EU-IFRSs), in conformity with Regulation (EC) no. 1606/2002 of the European Parliament and of the Council and taking into account all the mandatory accounting principles and rules and measurement bases and the Spanish Commercial Code, the Spanish Limited Liability Companies Law and other Spanish corporate law applicable to the Group.

These consolidated financial statements for 2017 were prepared from the separate accounting records of the Parent and of each of the consolidated companies (detailed in Appendix I) and, accordingly, they present fairly the consolidated equity, the consolidated financial position, the consolidated results of the Group, the changes in consolidated equity and the consolidated cash flows under EU-IFRSs and the other rules contained in the regulatory financial reporting framework applicable to the Group.

The accounting policies used to prepare these consolidated financial statements comply with all the EU-IFRSs in force at the date of their preparation. The EU-IFRSs provide for certain alternatives regarding their application. The alternatives applied by the Group are described in Notes 2 and 3.

**b) Comparative information**

The information relating to 2017 contained in these notes to the consolidated financial statements is presented, for comparison purposes, with information relating to 2016.

**c) Responsibility for the information and use of estimates**

The information in these consolidated financial statements is the responsibility of the Parent's Directors who are responsible for the preparation of them in accordance with the applicable regulatory financial reporting framework (see section a) above) and for the internal control measures that they consider necessary to make it possible to prepare the consolidated financial statements free from material misstatement.

In the Group's consolidated financial statements for 2017, estimates were made by the Group Executive Committee and of the consolidated companies, later ratified by their Directors, in order to quantify certain of the assets, liabilities, income, expenses and obligations reported herein. These estimates relate mainly to the following:

- The measurement of goodwill (see Notes 3.a and 4)
- The impairment losses on certain assets (see Notes 3.d and 6)
- The recovery of deferred tax assets (see Note 20)
- The useful life of the property, plant and equipment and intangible assets (see Notes 3.b and 3.c)
- The assumptions used in measuring the recoverable amount of the financial instruments and the assets and liabilities in the business combinations (see Notes 3.e and 3.m)
- Income from pending to be billed services (see Note 3.s)
- Provisions and contingent liabilities (see Notes 3.l, 17 and 27)
- Corporate income tax and deferred tax assets and liabilities (see Note 20)

Although these estimates were made on the basis of the best information available at 31 December 2017 on the events analysed, events that take place in the future might make it necessary to change these estimates (upwards or downwards) in coming years. Changes in accounting estimates would be applied prospectively in accordance with the requirements of IAS 8, recognising the effects of the change in estimates in the related consolidated statement of profit or loss or consolidated statement of changes in equity, as appropriate.

**d) Presentation and functional currency**

These consolidated financial statements are presented in thousands of euros, since this is the currency of the Parent and of the main economic area in which the Group operates. Foreign operations are recognised in accordance with the policies described in Note 3.q.

**e) Changes in accounting policies**

In preparing the accompanying consolidated financial statements no changes in accounting policies were identified that would have made it necessary to restate the amounts included in the consolidated financial statements for 2016.

**f) Materiality**

When determining the information to be disclosed in these notes to the consolidated financial statements on the various line items in the consolidated financial statements or on other matters, the Group took into account the materiality principle.

**2.b Basis of consolidation and changes in the scope of consolidation**

**a) Subsidiaries**

Subsidiaries are those entities over which the Applus Group directly or indirectly controls the financial and operating policies, exercises power over the relevant activities, maintains exposure, or rights, to variable returns from involvement with the investee; and the ability to use power over the investee to affect the amount of the investor's returns. The subsidiaries are consolidated from the date on which control is transferred to the Applus Group and are excluded from consolidation on the date that control ceases to exist. Appendix I discloses the most significant information about these entities.

The financial statements of the subsidiaries are fully consolidated with those of the Parent. Accordingly, all material balances and effects of the transactions between consolidated companies are eliminated on consolidation.

Where necessary, adjustments are made to the financial statements of the subsidiaries to adapt the accounting policies used to those applied by the Group.

The businesses acquired are recognised using the acquisition method so that the assets, liabilities and contingent liabilities of a subsidiary are measured at their acquisition-date fair values. Any excess of the cost of acquisition over the fair values of the identifiable net assets acquired is recognised as goodwill (see Notes 3.a and 4). Any deficiency of the cost of acquisition below the fair values of the identifiable net assets acquired is credited to profit or loss on the acquisition date. The interest of non-controlling shareholders is stated at their proportion of the net assets and liabilities recognised.

In addition, with respect to the share of third parties, the following must be taken into account:

- The equity of their subsidiaries is presented within the Group's equity under "Non-Controlling Interests" in the consolidated statement of financial position (see Note 13).
- The profit for the year is presented under "Profit Attributable to Non-Controlling Interests" in the consolidated statement of profit or loss (see Note 13).

Also, in accordance with standard practice, the accompanying consolidated financial statements do not include the tax effects that might arise as a result of the inclusion of the results and reserves of the consolidated companies in those of the Parent, since it is considered that no transfers of reserves will be made that are not taxed at source and that such reserves will be used as means of financing at each company.

**b) Associates**

Associates are companies over which the Parent is in a position to exercise significant influence, but not control or joint control. Normally this capacity exists because the Group holds -directly or indirectly- 20% or more of the voting power of the subsidiary.

In the consolidated financial statements, investments in associates are accounted for using the equity method, i.e. at the Group's share of net assets of the subsidiary, after taking into account the dividends received therefrom and other equity eliminations. In the case of transactions with an associate, the related profits and losses are eliminated to the extent of the Group's interest in the associate.

If as a result of losses incurred by an associate its equity were negative, the investment should be presented in the Group's consolidated statement of financial position with a zero value, unless the Group is obliged to give it financial support.



**c) Changes in accounting policies and in disclosures of information effective in 2017**

In 2017 new accounting standards came into force and were therefore taken into account when preparing the accompanying consolidated financial statements. The following standards have been applied in these consolidated financial statements, with no significant impact on the presentation here of and disclosures herein:

New standards, amendments and interpretations		Obligatory application in annual reporting periods beginning on or after:
<b>Approved for use in the European Union:</b>		
Amendments to IAS 7, Disclosure Initiative (issued in January 2016)	Introduce additional disclosure requirements relating to financing activities.	1 January 2017
Amendments to IAS 12, Recognition of Deferred Tax Assets for Unrealised Losses (issued in January 2016)	Clarification of the principles established for recognition of deferred tax assets for unrealised losses.	1 January 2017
<b>Not yet approved for use in the European Union:</b>		
Improvements to IFRSs, 2014-2016 cycle: Clarification related to IFRS 12	The clarification in relation to the scope of IFRS 12 and its interaction with IFRS 5 enters into force in this period.	1 January 2017

**d) Accounting policies issued but not yet in force in 2017**

At the date of formal preparation of these consolidated financial statements, the following standards and interpretations had been published by the International Accounting Standards Board (IASB) but had not yet come into force, either because their effective date is subsequent to the date of the consolidated financial statements or because they had not yet been adopted by the European Union (EU-IFRSs):

New standards, amendments and interpretations		Obligatory application in annual reporting periods beginning on or after:
<b>Approved for use in the European Union:</b>		
<b>New standards:</b>		
IFRS 15, Revenue from Contracts with Customers (issued in May 2014)	New revenue recognition standard (supersedes IAS 11, IAS 18, IFRIC 13, IFRIC 15, IFRIC 18 and SIC-31).	1 January 2018
IFRS 9, Financial Instruments (issued in July 2014)	Replaces the requirements in IAS 39 relating to the classification, measurement, recognition and derecognition of financial assets and financial liabilities, hedge accounting and impairment.	1 January 2018
Clarifications to IFRS 15 (issued in April 2016)	Focus on identifying performance obligations, principal versus agent considerations, licensing and determining whether a license is satisfied at a specific point in time or over time, as well as certain clarifications to the transition requirements.	1 January 2018

Improvements to IFRSs, 2014-2016 cycle (issued in December 2016)	Minor amendments to a series of standards (various effective dates, one of which was 1 January 2017).	1 January 2018
IFRS 16, Leases (issued in January 2016)	Supersedes IAS 17 and the related interpretations. The main development of the new standard is that it introduces a single lessee accounting model in which all leases (with certain limited exceptions) will be recognised in the statement of financial position with an impact similar to that of the existing finance leases (depreciation of the right-of-use asset and a finance cost for the amortised cost of the liability will be recognised).	1 January 2019
<b>Amendments and interpretations:</b>		
Amendments to IFRS 4, Insurance Contracts (issued in September 2016)	Provide entities within the scope of IFRS 4 with the option of applying IFRS 9 or the temporary exemption therefrom.	1 January 2018
<b>Not yet approved for use in the European Union:</b>		
<b>New standards</b>		
IFRS 17, Insurance Contracts (issued in May 2017)	Supersedes IFRS 4. Establishes principles for the recognition, measurement, presentation and disclosure of insurance contracts. The objective is to ensure that an entity provides relevant information that faithfully represents those contracts, which gives a basis for users to assess the effect that insurance contracts have on the financial statements.	1 January 2021
<b>Amendments and interpretations:</b>		
Amendments to IFRS 2, Classification and Measurement of Share-based Payment Transactions (issued in June 2016)	These are limited amendments that clarify specific issues such as the effects of vesting conditions on cash-settled share-based payments, the classification of share-based payment transactions with a net settlement feature and certain issues relating to modifications of the type of share-based payment arrangement.	1 January 2018
Amendments to IAS 40, Reclassification of Investment Property (issued in December 2016)	The amendments clarify that transfers to, or from, investment property will only be possible when there is evidence of a change in use.	1 January 2018
IFRIC 22, Foreign Currency Transactions and Advance Consideration (issued in December 2016)	This interpretation establishes "the date of the transaction" for the purpose of determining the exchange rate to use in transactions with advance consideration in a foreign currency.	1 January 2018
IFRIC 23, Uncertainty Over Income Tax Treatments (issued in June 2017)	This interpretation clarifies how to apply the recognition and measurement requirements in IAS 12 when there is uncertainty over the acceptability of a particular tax treatment used by the entity under tax law.	1 January 2019

Amendments to IFRS 9, Prepayment Features with Negative Compensation (issued in October 2017).	These amendments allow measurement of certain financial instruments with prepayment features at amortised cost permitting the payment of an amount that is substantially less than the unpaid amounts of principal and interest.	1 January 2019
Amendments to IAS 28, Long-Term Interests in Associates and Joint Ventures (issued in October 2017).	These amendments clarify that IFRS 9 should be applied to long-term interests in an associate or a joint venture if the equity method is not applied.	1 January 2019
Amendments to IFRS 10 and IAS 28, Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (issued in September 2014)	Clarification in relation to the gain or loss resulting from such transactions involving a business or assets.	No date has been set

The Parent's Directors have not considered the early application of the standards and interpretations detailed above and, in any event, application thereof will be considered by the Group once they have been approved, as the case may be, by the European Union.

In any case, the Parent's Directors are assessing the potential impact of applying these standards in the future and consider that their entry into force will not have a material effect on the Group's consolidated financial statements, except for the following standards, amendments and interpretations:

#### *IFRS 15 Revenue from Contracts with Customers*

IFRS 15 is the financial standard on the recognition of revenue from contracts with customers, which will supersede the following standards and interpretations currently in force: IAS 18, Revenue; IAS 11, Construction Contracts; IFRIC 13, Customer Loyalty Programmes; IFRIC 15, Agreements for the Construction of Real Estate; IFRIC 18, Transfers of Assets from Customers; and SIC-31, Revenue-Barter Transactions Involving Advertising Services.

The core principle is that an entity recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard establishes a revenue recognition approach based on five steps:

- Step 1: Identify the contract(s) with a customer.
- Step 2: Identify the performance obligations in the contract.
- Step 3: Determine the transaction price.
- Step 4: Allocate the transaction price to the performance obligations in the contract.
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation.

The Group amended its revenue recognition policy in order to adapt it to the methods of applying IFRS 15 in its business activities, based on an analysis of the different types of contracts under which the Group operates in the Applus+ Energy & Industry, Applus+ Laboratories, Applus+ Automotive and Applus+ IDIADA operating segments.

On the basis of this analysis, the Group identified that certain contracts, such as the ones related to non-destructive tests or engineering and consulting projects, are performed as projects which address the use of labour and/or materials to provide one or more services that the customer has contracted, giving rise to one or several performance obligations, to the extent that they may be differentiated under the criteria defined in IFRS 15. In this case, revenue is recognised when each performance obligation is satisfied, on the basis of the costs incurred related to total costs (input method) through the recognition of “unbilled work in progress” (contract assets) to the extent that there is an enforceable right to payment for performance completed to date. Also, these contracts usually include invoices for milestones based on the satisfaction of the performance obligations, although no significant differences were detected between the price determined for each milestone and its fair value. Consequently, the Group has concluded that the performance obligations relating to this type of contract are satisfied over time and that the method currently used to measure progress towards complete satisfaction of the obligations will continue to be appropriate in accordance with IFRS 15.

In relation to the remaining contracts of the Group, including, inter alia, supplier inspections and vehicle roadworthiness testing and certification, the revenue arises from the provision of services with one single performance obligation which is satisfied at a specific point in time, whose price is determined in the contracts with the customers; accordingly, as a general rule, the recognition of revenue arising from these activities is not complex and occurs on satisfaction of the aforementioned performance obligation.

In conclusion, based on the new revenue recognition policy and the analysis conducted, the revenue recognition for each of the identified performance obligations is expected to be consistent with the Group's current practice and, accordingly, the application of IFRS 15 is not expected to have any other significant impact on the Group's financial position or performance.

#### *IFRS 9 Financial Instruments*

IFRS 9 will supersede IAS 39 and will affect both financial assets and financial liabilities, in three main phases: (i) Classification and measurement; (ii) impairment methodology; and (iii) hedge accounting. The Group performed a preliminary analysis of the impacts that IFRS 9 would have on the consolidated financial statements for the year ended 31 December 2017. The most significant conclusions drawn from the assessment made regarding the possible effects on the Group are as follows:

- *Classification and measurement of financial instruments*

The new asset classification approach is based on the contractual cash flow characteristics of the assets and on the Group's business model. Based on these characteristics, all assets are classified in one of three measurement categories: (i) amortised cost; (ii) fair value through other comprehensive income (equity); or fair value through profit or loss.

The preliminary analysis did not disclose any significant changes in the classification and measurement of financial assets based on their characteristics and on the Group's current business model. The transition from the four current IAS 39 categories to the three new IFRS 9 categories will entail a change of nomenclature but will not have any impact on the measurement of the assets at the transition date.

- *Changes in the contractual cash flows of a financial liability without derecognition*

Under IFRS 9, when the contractual cash flows of a financial instrument are modified and the modifications do not result in the derecognition of the financial instrument, the entity shall adjust the carrying amount of the financial instrument at the date of the modification, maintaining the financial instrument's original effective interest rate and, therefore, recognising the difference in carrying amount in profit or loss at the date on which the terms and conditions of the financial instrument are modified. This IFRS 9 requirement has been discussed by the IFRIC and is expected to be addressed once again in 2018.

In this connection, in previous years the Group renegotiated its financial liabilities and these renegotiations were considered non-material under IAS 39; consequently, they did not require an adjustment to the carrying amount of the financial liabilities that were not derecognised. The treatment provided for under IFRS 9 requires a change in the carrying amount of the amortised cost of these financial liabilities. The approximate impact at the date of first-time application (1 January 2018) was estimated to be insignificant.

• *Impairment of financial assets*

The new standard replaces the current IAS 39 “incurred credit loss” models with a single “expected credit loss” model. This new model requires the recognition, at the date of initial recognition of a financial asset, of the expected credit loss that results from default events on a financial instrument that are possible within the 12 months after the reporting date or over the lifetime of the financial instrument, depending on the changes in the credit risk of the financial asset since initial recognition, or from applying the simplified approach permitted by the standard for certain financial assets.

The Group has recognised write-downs on trade receivables. In addition, a preliminary estimate has been made, under the expected credit loss model, of the additional write-down required as a result of the application of the new model to write down the balances of the financial assets held at 1 January 2018. The results of the preliminary estimate show that the additional write-downs would not be significant.

*IFRS 16 Leases*

IFRS 16 will come into force in 2019 and will supersede IAS 17 and its interpretations. The main new feature of IFRS 16 is that it introduces a single lessee accounting model in which all leases (with certain limited exceptions) will be recognised in the statement of financial position with an impact similar to that of the existing finance leases (depreciation of the right-of-use asset and a finance cost for the amortised cost of the liability will be recognised).

The Group is assessing the total effect that application of IFRS 16 will have on the consolidated financial statements. IAS 17 does not require the recognition of any right-of-use asset or liability for future payments under these leases; however, certain information is disclosed, such as operating lease commitments, in Note 26 to the consolidated financial statements.

The Group commenced a project in order to analyse all the leases included within the scope of this standard and develop the financial reporting systems and the controls thereof for the appropriate accounting of lease arrangements. At the date of authorisation for issue of these consolidated financial statements, this project is in progress. The Group does not intend to apply this standard early and it considers that it will be applied through the modified retrospective method, i.e. retrospectively recognising the cumulative effect as an adjustment to the beginning balance of equity (reserves or as applicable) at the date of first-time application.

**e) *Changes in the scope of consolidation***

**e.1. *Inclusions in the scope of consolidation in 2017:***

The companies included in the scope of consolidation in 2017 are as follows:

- Companies acquired in 2017:
  - Inversiones Finisterre, S.L.
  - Primis, S.A.
  - Emilab, S.R.L.
  - AC6 Metrología, S.L.U.
  - Tunnel Safety Testing, S.A.
- Companies formed during 2017:
  - Applus Iteuve Galicia, S.L.U.
  - Applus Servicios Integrales, S.A.S.
  - Revisiones Técnicas Applus del Ecuador Applus Iteuve S.A.

### e.1.1. Companies acquired in 2017

- *Inversiones Finisterre, S.L. acquisition*

At the beginning of November 2017 the Applus Group acquired 80% of the share capital of Inversiones Finisterre, S.L. through its subsidiary Applus Iteuve Galicia, S.L.U.

Inversiones Finisterre, S.L. is the parent of a group of companies ("the Finisterre Group") which includes the Spanish subsidiary Supervisión y Control, S.A.U. and the Costa Rican subsidiary Riteve SyC, S.A., both specialised in vehicle roadworthiness testing and over which the Finisterre Group holds direct and indirect ownership interests of 100% and 55%, respectively. These companies were incorporated in the Applus+ Automotive division.

The detail of the net assets acquired and of the goodwill generated by the acquisition of the Finisterre Group at the acquisition date is as follows in thousands of euros:

	<b>Inversiones Finisterre Group</b>
Non- current assets	104,970
Trade and other receivables	2,555
Cash and cash equivalents	7,653
Non- current liabilities	(30,399)
Current liabilities	(8,846)
Minority Interest	(4,536)
<b>Value of assets and liabilities acquired after minorities</b>	<b>71,397</b>
<b>Acquisition cost</b>	<b>94,196</b>
<b>Goodwill</b>	<b>22,799</b>

In the provisional amounts recognised in accounting for this business combination, the intangible assets identified relating to the administrative concessions located in Galicia and Costa Rica, which expire in 2023 and 2022, respectively, were measured at fair value in line with the projections used on their acquisition, and the related assets are returnable.

Under the framework of the transaction, the Applus Group undertook to dispose certain assets recognised at fair value under "Non-Current Assets Classified as Held for Sale" in the accompanying consolidated statement of financial position, and to transfer the consideration received as the contingent price of the transaction (not included in the cost of the business combination). This liability is recognised under "Other Current Liabilities" in the accompanying consolidated statement of financial position. The Parent's Directors consider that these assets will be disposed during the first quarter of 2018, but at the date of authorisation for issue of these consolidated financial statements, these assets were not disposed yet, and the related liability remained outstanding.

The revenue and net profit attributable to the business combination from the date of acquisition to 2017 year-end amounted to EUR 11,202 thousand and EUR 784 thousand, respectively. Had the aforementioned business combination occurred at the beginning of 2017, the revenue and profit for the year of the Finisterre Group would have been approximately EUR 75.1 million and approximately EUR 8.5 million, respectively.

Lastly, there is an agreement whereby a mechanism implemented through call and put options is established for the potential acquisition of the remaining 20% of the Finisterre Group from July 2022, subject to the occurrence of certain events. The Applus Group recognised a liability for the present value of the estimated amount of this option of EUR 14.2 million, in accordance with IAS 32.23 (see Note 18).

- *Other acquisitions in 2017*

On February 2017, the Applus Group acquired the 100% of the company Primis, S.A., for a fixed amount of EUR 54 thousand. The company was integrated in Applus+Automotive division.

On April 2017, the Applus Group acquired the company Emilab, S.R.L. for a fixed amount of EUR 5,249 thousand. In addition, the agreement included an earn-out provision tied to certain financial goals amounting to a maximum of EUR 2.4 million which the acquired company would have to achieve in 2017 and 2018. The Group considered that conditions will prevail for the earn-out to amount to EUR 300 thousand and, accordingly, this amount was taken into account when determining the acquisition cost. The company was integrated in Applus+ Laboratories division.

On July 2017, the Applus Group acquired the company AC6 Metrología S.L.U., for a fixed amount of EUR 2,899 thousand. The company was integrated in Applus+ Laboratories division.

On December 2017, the Applus Group acquired the company Tunnel Safety Testing, S.A., for a fixed amount of EUR 794 thousand. The company was integrated in Applus+ Laboratories division.

Net assets and goodwill generated by the aforementioned acquisitions at the acquisition date are as follows (in thousands of euros):

	Emilab, S.R.L.	AC6 Metrología, S.L.U.	Tunnel Safety Testing, S.A.	Total
Non- current assets	788	828	90	1,706
Trade and other receivables	981	771	116	1,868
Cash and cash equivalents	474	740	234	1,448
Non- current liabilities	(847)	(79)	-	(926)
Current liabilities	(629)	(197)	(127)	(953)
<b>Value of assets and liabilities acquired</b>	<b>767</b>	<b>2,063</b>	<b>313</b>	<b>3,143</b>
<b>% of ownership</b>	<b>100%</b>	<b>100%</b>	<b>94%</b>	
<b>Value of assets and liabilities acquired</b>	<b>767</b>	<b>2,063</b>	<b>294</b>	<b>3,124</b>
<b>Acquisition cost</b>	<b>5,549</b>	<b>2,899</b>	<b>794</b>	<b>9,242</b>
<b>Goodwill (Note 4)</b>	<b>4,782</b>	<b>836</b>	<b>500</b>	<b>6,118</b>

At the date of authorisation for issue of these consolidated financial statements, the process to measure at fair value the assets and liabilities related to these acquisitions had not been completed and, accordingly, the value of the related goodwill is provisional. The Parent's directors consider that the process to measure the assets and liabilities and to allocate the goodwill will be completed in 2018, and that any adjustment will be applied retrospectively in accordance with IFRS 3, Business Combinations.

## e.2. Inclusions in the scope of consolidation in 2016:

In 2016 the following companies were included in the scope of consolidation:

- Companies acquired in 2016:
  - Aerial Photography Specialist PTY, Ltd.
  - Applus Norcontrol República Dominicana, S.R.L.
- Companies formed during 2016:
  - Applus Norcontrol Asistencia Técnica SAS
  - Shandong Idiada Automotive Ang Tireproving Ground CO, Ltd.
  - Applus India Private Limited
  - Applus RVIS BV
  - Vail Consultancy Services DMCC

### **e.2.1. Companies acquired in 2016**

On 21 January 2016, the Applus Group acquired the Australian company Aerial Photography Specialist Pty, Ltd. for a fixed price of AUD 3,150 thousand (approximately EUR 1,982 thousand). In addition, the agreement included an earn-out provision tied to certain financial goals amounting to a maximum of AUD 6.85 million which the acquire would have to achieve in 2016, 2017, 2018 and 2019 (approximately EUR 4.31 million). The Group considered that conditions will prevail for the earn-out to amount to AUD 648 thousand (approximately EUR 408 thousand) and, accordingly, this amount was taken into account when determining the acquisition cost of the ownership interest.

The company was integrated in Applus+ Energy & Industry division.

The most significant information on this acquisition was as follows (in thousands of euros):

	Aerial Photography Specialist PTY, Ltd.
Non- current assets	107
Trade and other receivables	135
Cash and cash equivalents	32
Current liabilities	(137)
<b>Value of assets and liabilities acquired</b>	<b>137</b>
<b>% of ownership</b>	<b>100%</b>
<b>Acquisition cost</b>	<b>2,390</b>
<b>Goodwill (Note 4)</b>	<b>2,253</b>

On 18 August 2016, the Applus Group acquired the Dominican company Dual Constructora, S.R.L., changing its name to Applus Norcontrol República Dominicana S.R.L. This company was dormant at the time of its acquisition and it was integrated into the Applus+ Energy & Industry division.



### **3. Accounting and valuation policies**

The principal accounting policies used in preparing the Group's consolidated financial statements, in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union, were as follows:

#### **a) Goodwill**

Goodwill represents the excess of the cost of the combination over the fair value of the interest in the net identifiable assets of a subsidiary, jointly controlled entity or acquired associate at the acquisition date. Goodwill relating to the acquisition of subsidiaries or jointly controlled entities is included in intangible assets and goodwill relating to the acquisition of associates is included in investments accounted for using the equity method.

The cost of a business combination is the aggregate of:

- The acquisition-date fair value of the assets acquired, the liabilities assumed and the equity instruments issued.
- The fair value of any contingent consideration that depends on future events or on the fulfilment of certain specified conditions.

The costs incurred to issue equity or debt securities given up in exchange for the items acquired are not included in the cost of a business combination.

Also, the cost of a business combination does not include the fees paid to legal advisers and other professionals involved in the combination or, clearly, any costs incurred internally in this connection. Such amounts are charged directly to profit or loss.

If the business combination is achieved in stages and, therefore, the acquirer already held an equity interest in the acquiree immediately before the acquisition date (the date on which control is obtained), the goodwill or gain on a bargain purchase is the difference between:

- The cost of the business combination, plus the acquisition-date fair value of any equity interest previously held by the acquirer in the acquiree.
- The fair value of the identifiable assets acquired less the fair value of the liabilities assumed, determined as indicated above.

Any gain or loss resulting from the remeasurement at fair value of the previously held equity interest in the acquiree at its acquisition-date fair value on the date control is obtained is recognised in the consolidated statement of profit or loss. If the investment in this investee had previously been measured at fair value, any valuation adjustments not yet recognised in profit or loss will be transferred to the consolidated statement of profit or loss. Also, the cost of a business combination is presumed to be the best reference for estimating the acquisition-date fair value of any previously held equity interest.

Goodwill arising on the acquisition of companies with a functional currency other than the euro is measured in the functional currency of the acquiree and is translated to euros at the exchange rates prevailing at the consolidated statement of financial position date.

If, exceptionally, a gain on a bargain purchase arises from the business combination, it is recognised as income in the consolidated statement of profit or loss.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the acquirer shall report in its financial statements provisional amounts for the items for which the accounting is incomplete and the provisional amounts may be adjusted in the period required to obtain the necessary information. However, the measurement period shall not exceed one year from the acquisition date. The effects of the adjustments made in that period are recognised retrospectively and comparative information for prior periods must be revised as needed.

Subsequent changes in the fair value of the contingent consideration are recognised in profit or loss, unless the consideration has been classified as equity, in which case subsequent changes in its fair value are not recognised.

If, subsequent to obtaining control, there are transactions to sell or purchase the shares of a subsidiary without losing control thereof, the impacts of these transactions not leading to a change in control are recognised in equity and the amount of goodwill arising on consolidation is not adjusted.

#### **b) Other intangible assets**

The other intangible assets are identifiable assets without physical substance which arise as a result of a legal transaction or which are developed internally by the consolidated companies. Only assets whose cost can be estimated reasonably objectively and from which the consolidated companies consider it probable that future economic benefits will be generated are recognised.

Intangible assets are recognised initially at acquisition or production cost, which includes the allocation of the value of goodwill as a result of the business combinations, where applicable, and are subsequently measured at cost less any accumulated amortisation and any accumulated impairment losses.

Intangible assets are measured and amortised as follows:

- Administrative concessions or similar items that have been acquired by onerous title are amortised on a straight-line basis over the concession term. The initial cost (fee) and, where applicable, the present value of the future payments which are deemed to be necessary when the assets are handed over to the grantor are included in this line item.
- The administrative authorisations relate to vehicle roadworthiness testing services in Spain and abroad which the Group manages under this name. The main administrative authorisations relate to Spain (Catalonia) and Finland (see Note 5). In the case of Spain (Catalonia), these administrative authorisations are amortised on a straight-line basis over the authorisation term which ends in 2035. In the case of Finland, although the administrative authorisation has an indefinite useful life, it is estimated that the economic value of this authorisation will be recovered in 10 years and, therefore, it is being amortised over this period, until 2020.
- Trademarks and trademark licence agreements are measured based on the future royalty income stream from their use. Trademarks and trademark licence agreements are considered to have a finite useful life and are amortised over 25 years, with the exception of the trademark and trademark licence agreement associated with the Velosi Group, which are being amortised over 10 years.
- Customer portfolios are amortised over the life of the agreements entered into with the customers.
- Asset usage rights relate to machinery and fixtures used by the Group in the performance of its business activity and are subject to reversal. They are amortised over the residual useful life of the assets to which they correspond, from the acquisition date of the right of use, based on an estimate by an independent valuer.
- Computer software is amortised on a straight-line basis over five years. Computer system maintenance costs are charged to the consolidated statement of profit or loss in the year they are incurred.

#### **c) Property, plant and equipment**

Property, plant and equipment are recognised at acquisition or production cost.

The companies depreciate their property, plant and equipment using the straight-line method on the basis of the remaining years of estimated useful life of the various items, the detail being as follows:

	Years of estimated useful life
Buildings	20 to 40
Plant	3 to 12
Machinery and tools	3 to 10
Furniture	2 to 10
Computer hardware	4
Transport equipment	3 to 10

The assets that have to be handed over to the Government at the end of the concession term will have been fully depreciated by this date.

Property, plant and equipment are stated at cost less accumulated depreciation and any recognised impairment losses.

Assets held under finance leases (see Note 3.g) are recognised in the corresponding asset category and are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, over the term of the lease agreement. At 31 December 2017, "Property, Plant and Equipment" in the consolidated statement of financial position included EUR 12,959 thousand (31 December 2016: EUR 15,135 thousand) relating to assets held under finance leases.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the consolidated statement of profit or loss.

#### **d) Impairment of non-financial assets**

Goodwill, intangible assets with an indefinite useful life or intangible assets that cannot be used and are not amortised or depreciated, are tested for impairment annually (or more frequently, where there is an indication of a potential impairment loss). Assets that are amortised or depreciated are tested for impairment whenever an event or a change in circumstances indicates that their carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount.

Recoverable amount is the higher of fair value less costs to sell and value in use.

For the purpose of impairment loss assessment, assets are grouped at the lowest levels for which there are largely independent separately identifiable cash inflows (cash-generating units (CGUs)). The cash-generating units defined by the Group are detailed in Notes 4, 5 and 6.

Pursuant to paragraph 81 of IAS 36, when goodwill cannot be allocated to an individual cash-generating unit, it is allocated to homogeneous groups of cash-generating units that correspond to the lowest level at which the goodwill can be monitored by the Directors for internal management purposes. In these cases, as established in paragraphs 88 and 89 of IAS 36, the individual cash-generating units are tested for impairment to assess the recoverability of the intangible assets specifically allocated to them (see Note 6). In these circumstances, impairment losses could arise on these intangible assets even though the related goodwill is not impaired.

In order to calculate the impairment test, the future cash flows of the asset analysed (or of the cash-generating unit to which it belongs) are discounted to their present value using a discount rate that reflects market conditions and the risk specific to the asset. Where the recoverable amount of an asset is estimated to be less than its carrying amount, an impairment loss is recognised for the amount of the difference with a charge to the consolidated statement of profit or loss.

The impairment losses on non-financial assets recognised previously (other than goodwill) are reviewed for possible reversal at each reporting date. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, without exceeding the carrying amount existing prior to the recognition of the impairment loss, less any depreciation or amortisation that should have been recognised. The reversal of an impairment loss on an asset is credited to the consolidated statement of profit or loss.

The method used by the Group to test impairment distinguishes between businesses with indefinite and definite lives. Five-year projections and a perpetuity rate of return from the sixth year are used for businesses with indefinite lives. Projections based on the actual term of the related contract are used for assets with finite lives relating to the rendering of services or concessions. In this case, the probability of their renewal was not considered in preparing the related cash flow projections.

In both cases the projections were based on reasonable and well-founded assumptions and were prepared in accordance with the Group's budget for 2018 and with the Group's strategic plan for 2019-2022 based on past experience and the best estimates available at the date on which the related impairment tests were carried out using the market information available. The projections envisage growth in volume and improvements to margins arising solely from the organic growth that the Group Executive Committee expects for the coming years. Consequently, the possible acquisitions or mergers that might take place in the future were not taken into account in the projections and impairment tests.

Together with the impairment test on the various cash-generating units carried out at least at each year-end, the Group also performs a sensitivity analysis of the main assumptions affecting the calculation. The main assumptions used by the Group in testing for impairment and the results of the sensitivity analysis are described in Note 6.

#### e) *Financial assets*

Financial assets are classified into the following categories: financial assets at fair value through profit or loss, held-to-maturity investments, available-for-sale financial assets and loans and receivables.

The classification of financial assets depends on their nature and purpose at the time of their initial recognition. All acquisitions and sales of financial assets are recognised and derecognised at the transaction date.

At 2017 year-end the only financial assets the Group had were held-to-maturity investments (see Notes 8 and 11) and loans and receivables (see Note 10).

The effective interest method is used to measure the amortised cost of a financial instrument. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of a financial instrument. However, given the nature of the assets classified under "Financial Assets", they are generally recognised at their original acquisition cost, since they mature within less than one year.

The Group derecognises a financial asset when the rights to the cash flows from the financial asset expire or have been transferred and substantially all the risks and rewards of ownership of the financial asset have also been transferred, such as in the case of firm asset sales, non-recourse factoring of trade receivables in which the Group does not retain any credit or interest rate risk.

However, the Group does not derecognise financial assets, and recognises a financial liability for an amount equal to the consideration received, in transfers of financial assets in which substantially all the risks and rewards of ownership are retained, such as in the case of bill discounting and the "recourse factoring".

Lastly, at least at each consolidated statement of financial position date, it is determined whether there is any indication that an asset or group of assets might have become impaired so that an impairment loss can be recognised or reversed in order to adjust the carrying amount of the assets to their fair value.

**f) Information on the environment**

Environmental assets are considered to be assets used on a lasting basis in the operations of the Group companies whose main purpose is to minimise adverse environment effects and to protect and enhance the environment, including the reduction or elimination of the pollution caused in the future by the Applus Group's operations.

In view of the Group's business activity, at 31 December 2017 and 2016 it did not have any significant assets of this nature.

**g) Operating and finance leases**

The Group has been assigned the right to use certain assets under leases. Leases that transfer substantially all the risks and rewards of ownership to the Group are classified as finance leases; otherwise they are classified as operating leases.

Finance leases

At the commencement of the finance lease term, the Group recognises an asset and a liability for the lower of the fair value of the leased asset and the present value of the minimum lease payments. The initial direct costs are included as an increase in the value of the asset. The minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period in the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent lease payments are recognised as an expense when it is probable that they will be incurred.

These assets are depreciated using similar criteria to those applied to the items of property, plant and equipment owned or, if shorter, over the lease term.

Operating leases

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, unless some other systematic basis of allocation is more representative of the time pattern of the benefits generated.

Leases do not have grace periods or compensation clauses giving rise to a future payment obligation that could have a significant impact on these consolidated financial statements.

**h) Inventories**

Inventories are stated at weighted average cost, which comprises materials and, where applicable, direct labour costs and other costs that have been incurred in bringing the inventories to their present location and condition.

The Group assesses the net realisable value of the inventories at the end of each year and recognises the appropriate loss if the inventories are overstated. When the circumstances that previously caused inventories to be written down no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the amount of the write-down is reversed.

**i) Trade and other receivables**

Trade and other receivables are recognised at their recoverable amount, i.e. reduced, as appropriate, by the adjustments required to cover balances of a certain age (generally more than one year old), in the event that they can reasonably be classified as doubtful receivables in the circumstances.

The heading also includes the balances of Projects in progress pending to be billed in relation to the execution of work to order for which a firm agreement generally exists.



**j) Current financial assets, cash and cash equivalents**

Current financial assets relate mainly to cash surpluses invested in short-term fixed-income securities that are generally held to maturity and are recognised at acquisition cost. Interest income is calculated on a time proportion basis in the year in which it accrues.

The balance of cash and cash equivalents recognised in the consolidated statement of financial position as at 31 December 2017 and 2016 includes the bank balances, available cash and the current financial assets maturing within three months.

**k) Government grants**

Government grants related to property, plant and equipment are treated as deferred income and are taken to income over the expected useful lives of the assets concerned. In addition, the Group accounts for other grants, donations and legacies received as follows:

- a) Non-refundable grants, donations or legacies related to assets: these are measured at the fair value of the amount or the asset received, based on whether or not they are monetary grants, and they are taken to income in proportion to the period depreciation taken on the assets for which the grants were received or, where appropriate, on disposal of the asset or on the recognition of an impairment loss, except for grants received from shareholders or owners, which are recognised directly in non-current liabilities and do not give rise to the recognition of any income.
- b) Refundable grants: while they are refundable, they are recognised as a non-current liability.
- c) Grants related to income: grants related to income are credited to income when granted, unless their purpose is to finance losses from operations in future years, in which case they are allocated to income in those years. If grants are received to finance specific expenses, they are allocated to income as the related expenses are incurred.

**l) Provisions and contingent liabilities**

When preparing the consolidated financial statements the Parent's Directors make a distinction between:

- Provisions:

The Group recognises a provision where it has an obligation or liability to a third party arising from past events the settlement of which will give rise to an outflow of economic benefits whose amount and/or timing are not known with certainty but can be reasonably reliably estimated. Provisions are quantified on the basis of the best information available on the event and the consequences of the event and are reviewed and adjusted at the end of each reporting period. The provisions made are used to cater for the specific risks for which they were originally recognised, and are fully or partially reversed when such risks cease to exist or are reduced.

- Contingent liabilities:

Contingent liabilities are all the possible obligations that arise from past events and whose future existence and associated loss are estimated to be unlikely. In accordance with IFRS, the Group does not recognise any provision in this connection. However, as required, the contingent liabilities are disclosed in Note 27.b.

The Group's legal advisers and Directors consider that the outcome of litigation and claims will not have a material effect on the accompanying consolidated financial statements. Provisions are recognised when the Group has a present obligation, whether legal or constructive, as a result of past events with respect to which it is more likely than not to entail an outflow of resources to settle the obligation and when the amount thereof has been estimated reliably.

Provisions are recognised when the unavoidable costs of meeting the obligations under onerous contracts exceed the benefits expected to be received thereunder.

Provisions are measured at the present value of the amount necessary to settle the obligation at the consolidated statement of financial position date based on the best estimate available.

When it is expected that a portion of the disbursement necessary to settle the provision will be reimbursed by a third party, the reimbursed amount is recognised as an independent asset, provided that receipt thereof is virtually assured.

#### ***m) Derivative financial instruments and hedge accounting***

The Group used to use financial derivatives to eliminate or significantly reduce certain interest rate and foreign currency risks relating to its assets. The Group does not use derivative financial instruments for speculative purposes.

The Group's use of financial derivatives is governed by and envisaged in its policies, which provide guidelines for their use (see Note 16).

At the end of 2017 the Group had not outstanding financial derivative products.

#### ***n) Pension obligations, post-employment benefits and other employee benefit obligations***

##### *Defined contribution plans*

Under defined contribution plans, the Group pays fixed contributions into a separate entity (a fund) and the Group has no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all the benefits to employees.

The Group recognises the contributions to be made to the defined contribution plans as the employees render the related services. The contributions made were recognised under "Staff Costs" in the consolidated statement of profit or loss. The defined contribution liability is recognised as a current.

The Group has defined contribution plans mainly in the US, Canada and Australia.

##### *Defined benefit plans*

All the post-employment benefit plans that may not be considered as defined contribution plans are defined benefit plans. These plans may be unfunded or wholly or partially funded by a specific fund.

The defined benefit liability recognised in the consolidated statement of financial position relates to the present value of the defined benefit obligations at the end of the reporting period which are measured annually based on the best estimate possible.

The expense or income relating to the defined benefit plans is recognised under "Staff Costs" in the consolidated statement of profit or loss. The defined benefit liability is recognised as current or non-current based on the vesting period of the related benefits.

The Applus Group's defined benefit plans are not funded by a specific fund, except in Germany, the amount of which is not material to the Group consolidated financial statements. They relate mainly to benefits for employees in the Middle East, Italy and the Netherlands.

However, the defined benefit obligations are not material (see Note 17.a).

#### Other employee benefit obligations

The Group has established, with its key personnel, specific remuneration plans based on the following characteristics:

- a) Annual variable remuneration to certain Group personnel subject to the achievement of certain financial targets in 2017.
- b) Annual variable remuneration plan granted to certain executives and employees of the Group consisting of the delivery of RSUs (convertible into Parent's shares). This remuneration plan is approved annually. At 2017 year-end three plans have been approved and ratified (see Notes 19 and 29).
- c) "Long-term Incentive" plan granted to the Executive Director and Senior Executives of the Group, that consists of the delivery of Performance Stock Units (PSUs), in the case of the Executive Director, and the delivery of Restricted Stock Units (RSUs) and PSUs in the case of Senior Executives. Both PSUs and RSUs are convertible into Parent's shares within three years of the grant date. The first conversion of these shares will be in February 2019 (see Notes 19 and 29).
- d) Long-term special incentive plan granted the Executive Director and certain Senior Executives, related to the Group Initial Public Offering (IPO) that consists of conferring RSUs (convertible into Parent's shares), based on a continuing service for a determined period of time. This plan has been completed with the last delivery made in May 2017 (see Notes 19 and 29).

#### **o) Debts and current/non-current classification**

Debts are recognised at their present value and are classified on the basis of their maturity at the reporting date, i.e. debts due to be settled within twelve months are classified as current liabilities and those due to be settled within more than twelve months are classified as non-current liabilities.

#### **p) Financial liabilities**

Financial liabilities are classified into the following categories: financial liabilities at fair value through the consolidated statement of profit or loss and other financial liabilities. At 31 December 2017 the Group only has other financial liabilities.

Other financial liabilities (including loans and trade and other payables) are recognised at amortised cost using the effective interest method.

#### Effective interest method

The effective interest method is used to measure the amortised cost of a financial instrument. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of a financial instrument. The Group recognises trade payables at their nominal value, without any explicit interest accrual, since they mature within less than one year.

The Group derecognises financial liabilities only when the obligations are settled, cancelled or expire. The difference between the carrying amount of derecognised financial liabilities and the payment made is recognised in the consolidated statement of profit or loss.

#### **q) Transactions in currencies other than the Euro**

The Group's presentation currency is the Euro. Therefore, all balances and transactions in currencies other than the euro are deemed to be "foreign currency transactions".

Balances in foreign currencies are translated to euros in two phases:



1. Translation of balances in foreign currencies to the subsidiaries' functional currencies:
  - Monetary assets and liabilities denominated in foreign currencies are translated by applying the exchange rates prevailing at the closing date.
  - Any resulting gains or losses are recognised directly in the consolidated statement of profit or loss.
2. Translation to euros of the financial statements of the subsidiaries whose functional currency is not the euro:
  - Assets and liabilities are translated by applying the exchange rates prevailing at the closing date.
  - Income, expenses and cash flows are translated at the average exchange rates for the year.
  - Equity is translated at the historical exchange rates.
  - Exchange differences arising as a consequence of the application of this method are presented under "Equity Attributable to Shareholders of the Parent - Translation Differences" in the accompanying consolidated statement of financial position.
  - The effect of exchange rate changes on cash and cash equivalents denominated in foreign currency is presented separately in the consolidated statement of cash flows under "Effect of Foreign Exchange Rate Changes".

The detail of the equivalent euro value of the main assets in foreign currency held by the Group at 31 December 2017 and 2016 is as follows (in thousands of euros):

Balances held in:	Foreign currency:	31/12/17	31/12/16
US Dollar	USD	433,165	510,103
Canadian Dollar	CAD	68,811	77,909
Pound Sterling	GBP	56,501	60,994
Danish Krone	DKK	53,367	55,555
Australian Dollar	AUD	45,688	49,636
Chilean Peso	CLP	43,197	48,978
Saudi Riyal	SAR	31,776	23,904
Colombian Peso	COP	29,610	30,741
Chinese Yuan	CNY	19,292	21,397
Qatari Riyal	QAR	18,368	22,319
United Arab Emirates Dirham	AED	16,516	22,249
Costa Rican Colon	CRC	16,158	246
Brazilian Real	BRL	15,862	16,469
Czech Koruna	CZK	15,231	14,068
Indonesian Rupiah	IDR	11,897	10,829
Norwegian Krone	NOK	9,957	8,462
Singapore Dollar	SGD	8,008	14,516
Argentine Peso	ARS	7,535	12,570
Mexican Peso	MXN	6,537	7,188
Uruguayan Peso	UYU	6,287	-
Guatemalan Quetzal	GTQ	5,972	5,545
Panamanian Balboa	PAB	5,329	5,073
Malaysian Ringgit	MYR	5,259	7,998
Others		35,248	38,582
<b>Total</b>		<b>965,571</b>	<b>1,065,331</b>

The average and closing rates used in the translation to euros of the balances held in foreign currency for years 2017 and 2016 are as follows:

1 Euro	Foreign currency:	2017		2016	
		Average rate	Closing rate	Average rate	Closing rate
Danish Krone	DKK	7.44	7.44	7.45	7.43
Norwegian Krone	NOK	9.32	9.88	9.30	9.04
Czech Koruna	CZK	26.34	25.67	27.02	27.01
United Arab Emirates Dirham	AED	4.14	4.34	4.07	3.82
Canadian Dollar	CAD	1.46	1.52	1.47	1.39
Singapore Dollar	SGD	1.56	1.59	1.53	1.50
US Dollar	USD	1.13	1.18	1.11	1.04
Papua New Guinean Kina	PGK	3.5	3.71	3.39	3.21
Pound Sterling	GBP	0.88	0.88	0.82	0.84
Argentine Peso	ARS	18.64	20.83	16.32	16.46
Chilean Peso	CLP	732.01	734.21	749.57	701.95
Colombian Peso	COP	3,327.79	3,511.24	3,381.81	3,111.39
Mexican Peso	MXN	21.27	22.74	20.63	21.24
Brazilian Real	BRL	3.6	3.89	3.87	3.48
Qatari Riyal	QAR	4.14	4.31	4.04	3.78
Malaysian Ringgit	MYR	4.85	4.83	4.57	4.64
Saudi Riyal	SAR	4.23	4.44	4.15	3.90
Indonesian Rupiah	IDR	15,060.24	16,077.17	14,727.54	13,947.00
Australian Dollar	AUD	1.47	1.54	1.49	1.43
Nuevo Sol	PEN	3.67	3.88	3.74	3.53
Kuwait Dinar	KWD	0.34	0.35	0.33	0.32
Guatemalan Quetzal	GTQ	8.28	8.68	8.43	7.76
Chinese Yuan	CNY	7.62	7.8	7.35	7.21

**r) Corporate income tax, deferred tax assets and deferred tax liabilities**

Tax expense (tax income) comprises current tax expense (current tax income) and deferred tax expense (deferred tax income).

The current corporate income tax expense is the amount payable by the Group as a result of corporate income tax settlements for a given year. Tax credits and other tax benefits, excluding tax withholdings and pre-payments, and tax loss carryforwards from prior years effectively offset in the current year reduce the current corporate income tax expense.

The deferred tax expense or income relates to the recognition and derecognition of deferred tax assets and liabilities. These include temporary differences measured at the amount expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities and their tax bases, and tax loss and tax credit carryforwards. These amounts are measured at the corporate tax rates that are expected to apply in the period when the asset is realised or the liability is settled.

Deferred tax liabilities are recognised for all taxable temporary differences, except for those associated with investments in subsidiaries, branches and associates, or with a share in a joint venture, when the Group can control when to revert the temporary difference and it is considered probable that it will not be reverted in the foreseeable future.

Deferred tax assets are recognised for temporary differences, tax credits for tax losses carryforwards and other tax credits, are only recognised if it is considered probable that the consolidated companies will have sufficient future taxable profits against which they can be utilised.

The deferred tax assets recognised are analysed at the end of each reporting period and the appropriate adjustments are made to the extent that there are doubts as to their future recoverability.

Certain Group companies with registered office in Spain file consolidated tax returns as part of tax group 238/08 of which Applus Services, S.A. is the Parent.

The Group also files consolidated tax returns in other countries such as the Netherlands, Australia, Finland, the US and Germany.

**s) Revenue recognition**

Revenue is recognised at the fair value of the consideration received or receivable and represents the amounts receivable for the goods and services provided in the normal course of business, net of discounts, value added tax (or equivalent tax) and other sales-related taxes.

Revenue associated with the rendering of services is also recognised by reference to the percentage of completion of the transaction at the consolidated statement of financial position date, provided the outcome of the transaction can be estimated reliably. In particular, revenue from projects in progress related to the multi-industry certification or engineering business is recognised by the Group on the basis of the percentage of completion of each individual project, giving rise to a balancing entry consisting of an asset for the difference between the amount billed and the amount yet to be billed for each project.

A part of the Group's activity consists of the execution of work under contract for which a firm agreement generally exists.

As regards work units completed for output, each year the Group recognises as profit or loss the difference between period output and the costs incurred during the year. Output each year is measured at the selling price of the units completed in the year that, since they are covered by the contract entered into with the owners, do not give rise to any reasonable doubts regarding their final billing.

**t) Expense recognition**

An expense is recognised in the consolidated statement of profit or loss when there is a decrease in the future economic benefit related to a reduction of an asset or an increase in a liability, which can be measured reliably. This means that an expense is recognised simultaneously to the increase of a liability or the reduction of an asset.

An expense is recognised immediately when a disbursement does not give rise to future economic benefits or when the requirements for recognition as an asset are not met.

Also, an expense is recognised when a liability is incurred and no asset is recognised, as in the case of a liability relating to a guarantee.

**u) Discontinued operations**

A discontinued operation is a business segment that has been decided to abandon and/or dispose of in full whose assets, liabilities and net profit or loss can be distinguished physically, operationally and for financial reporting purposes.

Pursuant to IFRS 5, the revenue and expenses of discontinued operations are presented separately in the consolidated statement of profit or loss and the net assets and net liabilities are presented separately in consolidated current assets and consolidated current liabilities, respectively, for the current period only.

The Group did not interrupt nor discontinue any significant operation in 2017 or 2016.

#### **v) Segment information**

The Parent's Directors considered the following five operating segments in these consolidated financial statements of the Applus Group: Applus+ Energy & Industry, Applus+ Laboratories, Applus+ Automotive, Applus+ IDIADA and Other.

The Parent's Directors identified the operating segments of the Applus Group based on the following criteria:

- They engage in business activities from which they may earn revenue and incur expenses (including revenue and expenses relating to transactions with other components of the same group),
- Their operating results are regularly reviewed by Senior Executives, which takes the operating and management decisions relating to the group in order to decide about resources to be allocated to the segment and to assess its performance; and
- Discrete financial information is available.

The considerations used to identify the operating segments comply with IFRS 8.

#### **w) Consolidated statement of cash flows**

The following terms are used in the consolidated statements of cash flows:

- Cash flows: inflows and outflows of cash and equivalent financial assets, which are short-term, highly liquid investments that are subject to an insignificant risk of changes in value.
- Operating activities: the Group's principal revenue-producing activities and other activities that are not investing or financing activities.
- Investing activities: the acquisition and disposal of non-current assets and other investments not included in cash and cash equivalents.
- Financing activities: activities that result in changes in the size and composition of the equity and borrowings of the Group companies that are not operating activities.
- Effect of foreign exchange rate changes: effect of foreign exchange rate changes on cash and cash equivalents.

#### **x) Equity**

The share capital is represented by ordinary shares.

The costs relating to the issuance of new shares or options, net of taxes, are recognised directly in equity as a reduction of reserves.

Dividends on ordinary shares are recognised as a decrease in equity when approved by the shareholders of the Parent.

#### **y) Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to the Parent by the weighted average number of ordinary shares outstanding in the year, excluding the average number of shares of the Parent held by the Group companies.

Diluted earnings per share are calculated by dividing net profit or loss attributable to ordinary shareholders adjusted by the effect attributable to the dilutive potential ordinary shares by the weighted average number of ordinary shares outstanding during the year, adjusted by the weighted average number of ordinary shares that would have been outstanding assuming the conversion of all the potential ordinary shares into ordinary shares of the Parent. For these purposes, it is considered that the shares are converted at the beginning of the year or at the date of issue of the potential ordinary shares, if the latter were issued during the current year.

#### z) *Treasury shares*

Acquisitions of treasury shares are recognised at acquisition cost, reducing equity until they are sold. The gains and losses obtained on the disposal of treasury shares are recognised in "Consolidated reserves" in the accompanying consolidated statement of financial position.

#### 4. Goodwill

The detail, by cash-generating unit, of the goodwill at the end of 2017 and 2016 is as follows:

Cash-generating unit	Thousands of Euros	
	31/12/17	31/12/16
Auto Spain (*)	170,972	170,972
Energy & Industry Northern Europe	102,303	102,303
Energy & Industry North America	89,986	96,997
IDIADA	56,229	56,390
Energy & Industry Seameap	41,831	43,301
Laboratories	37,999	32,251
Auto Finisterre	22,799	-
Energy & Industry Spain	10,338	10,338
Energy & Industry Latin America	8,160	8,690
Auto Denmark	6,843	6,835
Auto US (*)	6,141	6,141
Other	1,260	1,263
<b>Total goodwill</b>	<b>554,861</b>	<b>535,481</b>

(\*) Includes the aggregate business of various concessions and administrative authorisations (see Notes 3.d and 5).

The changes in 2017 and 2016 were as follows:

	Thousands of Euros
<b>Balance at 1 January 2016</b>	<b>527,988</b>
Changes in the scope of consolidation (Note 2.b.e.2)	2,253
Translation differences	5,240
<b>Balance at 31 December 2016</b>	<b>535,481</b>
Changes in the scope of consolidation (Note 2.b.e.1)	28,917
Translation differences	(9,537)
<b>Balance at 31 December 2017</b>	<b>554,861</b>

The changes in the scope of consolidation in 2017 relate mainly to the acquisition of Emilab, S.R.L., AC6 Metrología, S.L., Finisterre Group and Tunnel Safety Testing, S.A. (see Note 2.b.e.1.1). The Group identified a new cash-generating unit in the provisional amounts recognised in accounting for the acquisition of the Finisterre Group, since its operations are managed and reported separately.

The changes in the scope of consolidation in 2016, related mainly to the acquisition of the Australian company Aerial Photography Specialist Pty, Ltd. (see Note 2.b.e.2.1).

The assumptions used in the tests to determine the impairment recognised in 2017 and 2016 are detailed in Note 6.

## 5. Other intangible assets

The changes in 2017 and 2016 in intangible asset accounts and in the related accumulated amortisation and impairment losses were as follows:

	2017 - Thousands of Euros						
	Balance at 1 January 2017	Changes in the scope of consolidation (Note 2.b.e.1)	Additions or charge for the year	Disposals or reductions	Transfers	Changes in exchange rates and other	Balance at 31 December 2017
<b>Cost:</b>							
Administrative concessions	112,165	152,868	772	(161)	1,115	(319)	266,440
Patents, licences and trademarks	272,725	4	-	(5)	19	(92)	272,651
Administrative authorisations	259,910	-	-	-	-	-	259,910
Customer portfolio	174,890	17	-	(315)	-	(3,775)	170,817
Computer software	67,122	1,268	7,280	(1,957)	959	(1,883)	72,789
Goodwill acquired	18,768	-	168	-	-	(1,046)	17,890
Asset usage rights	72,960	-	-	(518)	-	-	72,442
Other	35,936	1,490	4,380	(16)	(2,060)	(117)	39,613
<b>Total cost</b>	<b>1,014,476</b>	<b>155,647</b>	<b>12,600</b>	<b>(2,972)</b>	<b>33</b>	<b>(7,232)</b>	<b>1,172,552</b>
<b>Accumulated amortisation:</b>							
Administrative concessions	(71,200)	(53,146)	(9,364)	-	-	7	(133,703)
Patents, licences and trademarks	(98,263)	(1)	(12,574)	-	-	78	(110,760)
Administrative authorisations	(80,770)	-	(15,838)	-	-	-	(96,608)
Customer portfolio	(78,214)	-	(10,815)	315	-	731	(87,983)
Computer software	(54,397)	(1,020)	(5,601)	1,907	-	1,285	(57,826)
Goodwill acquired	(78)	-	-	-	-	-	(78)
Asset usage rights	(37,619)	-	(2,489)	530	-	(1)	(39,579)
Other	(22,496)	(286)	(3,861)	8	269	130	(26,236)
<b>Total accumulated amortisation</b>	<b>(443,037)</b>	<b>(54,453)</b>	<b>(60,542)</b>	<b>2,760</b>	<b>269</b>	<b>2,230</b>	<b>(552,773)</b>
<b>Total impairment losses</b>	<b>(37,882)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(37,882)</b>
<b>Total net value</b>	<b>533,557</b>	<b>101,194</b>	<b>(47,942)</b>	<b>(212)</b>	<b>302</b>	<b>(5,002)</b>	<b>581,897</b>



	2016 - Thousands of Euros						Balance at 31 December 2016
	Balance at 1 January 2016	Changes in the scope of consolidation (Note 2.b.e.2)	Additions or charge for the year	Disposals or reductions	Transfers	Changes in exchange rates and other	
<b>Cost:</b>							
Administrative concessions	112,165	-	-	-	-	-	112,165
Patents, licences and trademarks	272,677	13	2	-	4	29	272,725
Administrative authorisations	259,910	-	-	-	-	-	259,910
Customer portfolio	172,551	-	-	-	-	2,339	174,890
Computer software	61,254	-	7,110	(2,321)	135	944	67,122
Goodwill acquired	19,815	-	135	-	-	(1,182)	18,768
Asset usage rights	72,960	-	-	-	-	-	72,960
Other	35,673	29	2,652	(1,692)	(31)	(695)	35,936
<b>Total cost</b>	<b>1,007,005</b>	<b>42</b>	<b>9,899</b>	<b>(4,013)</b>	<b>108</b>	<b>1,435</b>	<b>1,014,476</b>
<b>Accumulated amortisation:</b>							
Administrative concessions	(64,934)	-	(6,268)	-	-	2	(71,200)
Patents, licences and trademarks	(85,654)	(6)	(12,570)	-	(4)	(29)	(98,263)
Administrative authorisations	(64,933)	-	(15,837)	-	-	-	(80,770)
Customer portfolio	(67,030)	-	(10,820)	-	-	(364)	(78,214)
Computer software	(51,127)	-	(4,793)	2,265	(64)	(678)	(54,397)
Goodwill acquired	(79)	-	-	-	-	1	(78)
Asset usage rights	(35,107)	-	(2,503)	-	(9)	-	(37,619)
Other	(18,710)	(18)	(4,235)	520	-	(53)	(22,496)
<b>Total accumulated amortisation</b>	<b>(387,574)</b>	<b>(24)</b>	<b>(57,026)</b>	<b>2,785</b>	<b>(77)</b>	<b>(1,121)</b>	<b>(443,037)</b>
<b>Total impairment losses</b>	<b>(37,882)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(37,882)</b>
<b>Total net value</b>	<b>581,549</b>	<b>18</b>	<b>(47,127)</b>	<b>(1,228)</b>	<b>31</b>	<b>314</b>	<b>533,557</b>

#### Identification and measurement of intangible assets in business combinations

In 2016 the Group's the measurement at fair value of the assets and liabilities of the SKC Group and Aerial Photography Specialist Pty, Ltd. on 30 November 2015 and 21 January 2016, respectively.

The assets and liabilities identified in the different business combinations of Applus Group are as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Administrative authorisations	259,910	259,910
Trademarks	254,624	254,624
Administrative concessions	193,510	102,319
Customer portfolio	170,800	174,531
Rights of use	57,515	57,515
Trademark licence agreement	16,939	16,939
Databases	273	273
<b>Total allocation of goodwill to assets</b>	<b>953,571</b>	<b>866,111</b>

In 2017, the amortisation charge associated with these revalued assets recognised in the accompanying consolidated statement of profit or loss amounted to EUR 50,123 thousand (2016: EUR 47,627 thousand).

The most significant assumptions used to measure at fair value the assets identified in the business combinations were as follows:

- The income approach and specifically the multi-period excess earnings method, whereby the value of the asset is the present value of the projected flows from that asset over the useful life assigned to the related contract, was used to calculate the fair value of Administrative Authorisations.
- The royalty relief method, whereby the value of the asset is the present value of future royalty income from the use of the trademarks by the licensees, was used to calculate the value of the trademarks and trademark licence agreements.
- The income approach and specifically the multi-period excess earnings method, taking into account the useful lives of the customers and the discounted revenue they account for was used to calculate the value of the customer portfolios.
- The income approach and specifically the multi-period excess earnings method, whereby the value of the asset is the present value of the projected flows over the useful life assigned to the related contract, was used to calculate the fair value of administrative concessions and rights of use. The possibility of contract renewals for cash-generating units with finite lives was not considered.

The main intangible assets are as follows:

- Administrative authorisations and concessions:

The administrative authorisations relate to vehicle roadworthiness testing services, managed solely by the Group, in Spain (Catalonia) and Finland. In the case of Spain the cost of the authorisation is depreciated over its useful life until 2035 (see Note 27.b). In the case of Finland, although the administrative authorisation has an indefinite useful life, it is estimated that the economic value of this authorisation will be recovered in ten years and, therefore, it is being amortised over this period, until 2020.

Administrative concessions includes mainly the operating rights for vehicle roadworthiness testing facilities for a specified period of time. At 31 December 2017, the Applus Group was managing various administrative concessions relating to vehicle roadworthiness testing services, mainly in the US, Spain (Alicante, Aragon, Galicia, the Basque Country, and Menorca), Ireland, Argentina, Chile and Costa Rica. These administrative concessions, which are amortised on the basis of their useful life, expire on various dates until 2027.

Each concession or authorisation is granted through tender specifications or a regulatory agreement. A tender specification or agreement is commonly used for each Autonomous Community in the case of Spain, or at state level in the case of the US.

For the specific case of the CGUs of Auto Spain and Auto US, even though intangible assets classified, on an individual basis, as concessions and administrative authorisations subject to impairment tests measured individually (based on Autonomous Community in Spain, and on states in North America, respectively), the business synergies relating to the different concessions and authorisations in both countries are also taken into account. In this regard, the goodwill is allocated to the smallest identifiable group of assets that generates cash inflows that are independent of the cash inflows from other assets since, in the Applus+ Automotive segment, geographical location is taken into account as the main factor for determining CGUs, since geographical areas involve the same applicable legislation and regulations in a regulated industry, a common currency and macroeconomic variables that are closely linked to the capacity to generate economic flows and, therefore, to growth capacity. In addition, all of the authorisations and concessions managed in the various countries are unified under one single management. The purpose of this unified management is, inter alia, to manage the various risks and relationships with regulators more efficiently and in a more coordinated manner.



- Patents, licences and trademarks:

"Patents, Licences and Trademarks" includes the Applus, RTD and Velosi trademarks and the Velosi trademark licence agreement. The three trademarks are considered to have a finite useful life. The first two are being amortised over 25 years while the Velosi trademark is being amortised over 10 years. The Velosi trademark licence agreement is also being amortised over 10 years.

- Customer portfolio:

The customer portfolio relates to the value of the various contracts entered into by the various Group companies. For the purposes of valuation, the probability of renewal and contract term were taken into account. The contracts are being amortised over the estimated useful life between 15 and 25 years.

- Asset usage rights:

These include mainly the carrying amounts of the usage rights transferred by Laboratori General d'Assaig i Investigació (now the Catalonia Autonomous Community Government) on the incorporation of LGAI Technological Center, S.A. and the carrying amount of the assets assigned by Institut d'Investigació Aplicada de l'Automòbil (now "Empresa de Promoció i Localització Industrial de Catalunya (AVANÇSA)") to IDIADA Automotive Technology, S.A., relating basically to machinery and other fixtures. These usage rights are amortised considering the useful life of the assets and the estimated useful life of the licensing agreements.

### **Intangible assets by cash-generating unit**

The detail, by cash-generating unit, of the intangible assets at year-end 2017 and 2016 are as follows:

	2017 – Thousands of Euros													Total
	Auto Spain	Energy & Industry Northern Europe	Auto Finland	Energy & Industry Seameap	Energy & Industry North America	IDIADA	Energy & Industry Spain	Laboratories	Auto US	Energy & Industry Latin America	Auto Denmark	Auto Finisterre	Others	
<b>Cost:</b>														
Administrative concessions	94,102	-	-	-	-	-	182	-	17,881	-	-	154,275	-	266,440
Patents, licences and trademarks	18,598	89,405	10,163	58,574	28,210	12,294	40,096	8,776	6,390	1	-	-	144	272,651
Administrative authorisations	165,986	-	93,924	-	-	-	-	-	-	-	-	-	-	259,910
Customer portfolio and other	-	41,532	-	27,148	69,799	-	18,822	4,142	-	9,374	-	-	-	170,817
Computer software	4,313	7,038	295	5,692	1,057	6,521	7,410	4,407	8,802	2,740	2,030	1,014	21,470	72,789
Goodwill acquired	-	8,138	769	-	3,382	3,586	1,381	265	-	-	369	-	-	17,890
Asset usage rights	723	-	-	-	-	36,729	3	34,987	-	-	-	-	-	72,442
Other	544	13,482	684	27	-	16,835	3,817	2,191	1,035	1	939	58	-	39,613
<b>Total cost</b>	<b>284,266</b>	<b>159,595</b>	<b>105,835</b>	<b>91,441</b>	<b>102,448</b>	<b>75,965</b>	<b>71,711</b>	<b>54,768</b>	<b>34,108</b>	<b>12,116</b>	<b>3,338</b>	<b>155,347</b>	<b>21,614</b>	<b>1,172,552</b>
<b>Accumulated amortisation:</b>														
Administrative concessions	(66,369)	-	-	-	-	-	(182)	-	(10,916)	-	-	(56,236)	-	(133,703)
Patents, licences and trademarks	(7,507)	(32,538)	(3,824)	(27,796)	(11,378)	(4,969)	(16,294)	(3,539)	(2,772)	(1)	-	-	(142)	(110,760)
Administrative authorisations	(35,239)	-	(61,369)	-	-	-	-	-	-	-	-	-	-	(96,608)
Customer portfolio and other	-	(16,752)	-	(22,287)	(26,232)	-	(18,822)	(1,780)	-	(2,110)	-	-	-	(87,983)
Computer software	(3,541)	(5,030)	(19)	(2,913)	(861)	(5,317)	(6,580)	(3,605)	(6,218)	(1,851)	(1,941)	(810)	(19,140)	(57,826)
Goodwill acquired	-	-	-	-	-	-	(71)	(7)	-	-	-	-	-	(78)
Asset usage rights	(724)	-	-	-	-	(16,834)	(3)	(22,018)	-	-	-	-	-	(39,579)
Other	(413)	(7,712)	(457)	(26)	-	(11,622)	(3,944)	(2,000)	(959)	(3)	-	-	-	(26,236)
<b>Total accumulated amortisation</b>	<b>(113,793)</b>	<b>(62,032)</b>	<b>(65,669)</b>	<b>(53,022)</b>	<b>(38,471)</b>	<b>(38,742)</b>	<b>(44,996)</b>	<b>(32,949)</b>	<b>(20,865)</b>	<b>(3,965)</b>	<b>(1,941)</b>	<b>(57,046)</b>	<b>(19,282)</b>	<b>(552,773)</b>
<b>Total impairment (Note 6)</b>	<b>(7,051)</b>	<b>(16,744)</b>	<b>(8,115)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(5,972)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(37,882)</b>
<b>Total net value</b>	<b>163,422</b>	<b>80,819</b>	<b>32,051</b>	<b>38,419</b>	<b>63,977</b>	<b>37,223</b>	<b>26,715</b>	<b>21,819</b>	<b>7,271</b>	<b>8,151</b>	<b>1,397</b>	<b>98,301</b>	<b>2,332</b>	<b>581,897</b>

	2016 – Thousands of Euros												
	Auto Spain	Energy & Industry Northern Europe	Auto Finland	Energy & Industry Seameap	Energy & Industry North America	IDIADA	Energy & Industry Spain	Laboratories	Auto US	Energy & Industry Latin America	Auto Denmark	Others	Total
<b>Cost:</b>													
Administrative concessions	94,102	-	-	-	-	-	182	-	17,881	-	-	-	112,165
Patents, licences and trademarks	18,598	89,405	10,144	58,575	28,210	12,294	40,096	8,772	6,488	1	-	142	272,725
Administrative authorisations	165,986	-	93,924	-	-	-	-	-	-	-	-	-	259,910
Customer portfolio and other	-	41,532	-	27,131	73,126	-	18,822	4,501	-	9,778	-	-	174,890
Computer software	3,860	7,766	13	5,048	784	6,097	6,919	3,875	8,049	2,500	1,941	20,270	67,122
Goodwill acquired	-	8,562	769	-	3,715	3,876	1,381	265	-	-	200	-	18,768
Asset usage rights	1,241	-	-	-	-	36,729	3	34,987	-	-	-	-	72,960
Other	1,072	11,529	590	29	-	15,296	3,583	1,711	1,180	4	942	-	35,936
<b>Total cost</b>	<b>284,859</b>	<b>158,794</b>	<b>105,440</b>	<b>90,783</b>	<b>105,835</b>	<b>74,292</b>	<b>70,986</b>	<b>54,111</b>	<b>33,598</b>	<b>12,283</b>	<b>3,083</b>	<b>20,412</b>	<b>1,014,476</b>
<b>Accumulated amortisation:</b>													
Administrative concessions	(60,644)	-	-	-	-	-	(182)	-	(10,374)	-	-	-	(71,200)
Patents, licences and trademarks	(6,763)	(29,843)	(3,486)	(22,877)	(10,250)	(4,480)	(14,700)	(3,187)	(2,534)	(1)	-	(142)	(98,263)
Administrative authorisations	(27,975)	-	(52,795)	-	-	-	-	-	-	-	-	-	(80,770)
Customer portfolio and other	-	(15,090)	-	(18,160)	(22,736)	-	(18,822)	(1,863)	-	(1,543)	-	-	(78,214)
Computer software	(3,288)	(5,798)	(13)	(2,622)	(692)	(4,556)	(6,244)	(3,065)	(6,123)	(1,710)	(1,890)	(18,396)	(54,397)
Goodwill acquired	-	-	-	-	-	-	(71)	(7)	-	-	-	-	(78)
Asset usage rights	(1,247)	-	-	-	-	(15,165)	(3)	(21,204)	-	-	-	-	(37,619)
Other	(516)	(6,197)	(381)	(21)	-	(9,988)	(2,716)	(1,685)	(989)	(3)	-	-	(22,496)
<b>Total accumulated amortisation</b>	<b>(100,433)</b>	<b>(56,928)</b>	<b>(56,675)</b>	<b>(43,680)</b>	<b>(33,678)</b>	<b>(34,189)</b>	<b>(42,738)</b>	<b>(31,011)</b>	<b>(20,020)</b>	<b>(3,257)</b>	<b>(1,890)</b>	<b>(18,538)</b>	<b>(443,037)</b>
<b>Total impairment (Note 6)</b>	<b>(7,051)</b>	<b>(16,744)</b>	<b>(8,115)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(5,972)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(37,882)</b>
<b>Total net value</b>	<b>177,375</b>	<b>85,122</b>	<b>40,650</b>	<b>47,103</b>	<b>72,157</b>	<b>40,103</b>	<b>28,248</b>	<b>23,100</b>	<b>7,606</b>	<b>9,026</b>	<b>1,193</b>	<b>1,874</b>	<b>533,557</b>

### Impairment of intangible assets

The main assumptions used in the impairment tests are detailed in Note 6.

### Other matters

At 31 December 2017, fully amortised intangible assets in use amounted to EUR 74,360 thousand (31 December 2016: EUR 64,836 thousand). The Group did not have any temporarily idle items at 31 December 2017 or 2016.

At 31 December 2017 and 2016, the Group had no material firm intangible asset purchase commitments.

Certain Group companies have intangible assets that must be handed over to the Government at the end of the related concession terms. The detail of the carrying amount of the assets subject to reversion at 31 December 2017 and 2016 is as follows:

	2017 – Thousands of Euros		
	Gross cost	Accumulated amortisation/ provisions	Net cost
Applus Iteuve Euskadi, S.A.U.	478	(478)	-
LGAI Technological Center, S.A.	14,200	(13,954)	246
Supervisión y Control, S.A.U.	40,145	(25,312)	14,833
Riteve SyC, S.A.	22,939	(18,699)	4,240
<b>Total</b>	<b>77,762</b>	<b>(58,443)</b>	<b>19,319</b>

	2016 – Thousands of Euros		
	Gross cost	Accumulated amortisation/ provisions	Net cost
Applus Iteuve Euskadi, S.A.U.	996	(996)	-
LGAI Technological Center, S.A.	14,200	(13,941)	259
<b>Total</b>	<b>15,196</b>	<b>(14,937)</b>	<b>259</b>

## 6. Impairment of assets

Group Executive Committee reviews the business performance by business type and geographical area. As a result of these tests, no impairment losses have been recognised in 2017 and 2016.

When conducting the impairment test the Parent's Directors considered the impact of the current economic environment on their future estimates, specifically and mainly the actual and future estimates of oil prices, which could have a negative impact on the cash-generating units relating to the Applus+ Energy & Industry division. It is not considered that the other cash-generating units of the Group are affected by any commodity prices.

### *Impairment test assumptions*

The key assumptions to determine fair value that were used to test for impairment in 2017 and 2016 were as follows:

a) Perpetuity growth rate:

It was considered that the cash flows generated by each asset grow at a rate equal to the growth of each industry in the geographical area in which it operates (see following table).

The growth forecast in each industry in the geographical area in which the Group operates is estimated to be very similar to the growth rate expected in that area as the industries in which the Group operates are the most representative core industries in each area and largely determine their performance. The data were obtained from the long-term inflation projections published by the "Economist Intelligence Unit".

b) Discount rate:

The discount rates were calculated using the weighted average cost of capital (WACC) measured after tax based on the following assumptions:

- The time value of money or risk-free interest rate of each country or geographical area (weighted average of the main countries where the Group operates in these geographical areas) relates to the return on ten-year sovereign bonds in the related country (or the average of the geographical area).
- The estimated risk premium based on the estimated betas for comparable companies in the industry and a market risk premium for each country, which are observable variables, after tax.
- The average financing structure and conditions for comparable companies in the industry.

The detail of the discount rate (WACC) and of the perpetuity growth rate in 2017 and 2016 by business and geographical area is as follows:

Business	2017		2016	
	Discount rate after tax ("WACC")	Discount rate considered in calculating the terminal value ("g")	Discount rate after tax ("WACC")	Discount rate considered in calculating the terminal value ("g")
Auto	5.7% - 7.4%	1.7% - 2.3%	5.6% - 7.0%	1.6% - 2.3%
Energy & Industry	7.0% - 11.1%	1.7% - 3.3%	6.2% - 11.4%	1.6% - 3.0%
Laboratories	7.7%	1.9%	7.0%	1.8%
IDIADA	9.0%	2.0%	8.3%	1.9%

Country/geographical area	2017		2016	
	Discount rate after tax ("WACC")	Discount rate considered in calculating the terminal value ("g")	Discount rate after tax ("WACC")	Discount rate considered in calculating the terminal value ("g")
Spain	7.4% - 8.1%	1.7%	7.0% - 7.7%	1.6%
Rest of Europe	5.7% - 7.0%	1.9% - 2.0%	5.6% - 6.2%	1.7% - 2.0%
US and Canada	6.5% - 7.6%	2.2% - 2.3%	5.8% - 6.3%	2.2% - 2.3%
Latin America	11.1%	3.1%	11.4%	3.0%

c) EBITDA projections:

EBITDA is defined as operating profit before depreciation, amortization and other results (hereinafter - EBITDA).

Group Executive Committee prepares and updates a Business Plan by geographical market and line of business. The main components of this plan are projections on operating income and expenses, investments and working capital. The Business Plan includes the 2018 budget approved by the Board of Directors of the Parent together with the projections for 2019-2022.

In order to calculate the recoverable amount of each asset the present value of its cash flows was determined using the budget and the Business Plan for 2019-2022 prepared by the Group Executive Committee.

The Business Plan and, consequently, the projections were prepared on the basis of past experience and on the best estimates available. Consequently, sales and margins reflect best estimates available on the developments expected in the industries in which the Applus Group is present.

d) Capex, working capital, corporate income tax and other assumptions:

The only investments in assets taken into account in the projections were those involving maintenance of the present assets.

The working capital considered in the projections is a percentage of sales that is consistent with the historical figure for the last years without, in any circumstances, taking into account any significant improvements therein.

The financial projections took into account the payment of corporate income tax (or the equivalent tax in each country).

### **Justification of key assumptions**

As mentioned in Note 1, the Group's main activity is the provision of services by its professional staff. The Business Plan prepared by the Group Executive Committee and approved by the Parent's Board of Directors is based on a detailed sales plan broken down mainly by industry, geographical area and customer. Due to the specific nature of the Group, the existence of multiproducts and multiservices, multiple industries and geographical areas, as well as very diverse customers in certain cases, the Group considers EBITDA to be the main key assumption for impairment test purposes. EBITDA, together with the amortization charge related to operations adds up to the Adjusted Operating Profit, which is the main management aggregate defined by the Group.

In the past five years, the global variances between the actual EBITDA figures and the budgeted figures were generally positive. The negative variances that arose per individual business did not exceed 10%. Therefore, a sensitivity analysis was performed, combining changes of +/- 5% and +/- 10% in EBITDA.

In addition, sensitivity to changes in the perpetuity growth rate and changes in the discount rate were taken into account, as detailed below.

### **Sensitivity analysis**

If the recoverable amounts were subject to an analysis of the sensitivity of changes in the different variables; the discount rate ("WACC"), the perpetual growth rate ("g") or the cash flow projections (EBITDA), the changes, by cash-generating unit, in the Group's consolidated statement of profit or loss of 2017 (excluding the tax effect) would be as follows:

- a) Change in discount rate (WACC) after tax of 0.5 or 1.0 points (thousands of euros):

-1.0 WACC	-0.5 WACC	Cash-generating unit	+0.5 WACC	+1.0 WACC
177	87	Auto Spain	-	-
-	-	Auto Denmark	-	-
8,249	3,854	Auto Finland	(2,105)	(4,218)
377	212	Auto US	-	-
-	-	Energy & Industry Northern Europe	-	-
-	-	Energy & Industry North America	-	-
-	-	Energy & Industry Seameap	-	-
-	-	Energy & Industry Spain	-	-
-	-	Energy & Industry Latin America	-	-
-	-	IDIADA	-	-
-	-	Laboratories	-	-
<b>8,803</b>	<b>4,153</b>	<b>Total</b>	<b>(2,105)</b>	<b>(4,218)</b>

b) Change in the perpetuity growth rate (g) of 0.2 or 0.8 points (thousands of euros):

+0.8 g	+0.2 g	Cash-generating unit	-0.2 g	-0.8 g
-	-	Auto Spain	-	-
-	-	Auto Denmark	-	-
5,864	1,650	Auto Finland	(514)	(3,106)
-	-	Auto US	-	-
-	-	Energy & Industry Northern Europe	-	-
-	-	Energy & Industry North America	-	-
-	-	Energy & Industry Seameap	-	-
-	-	Energy & Industry Spain	-	-
-	-	Energy & Industry Latin America	-	-
-	-	IDIADA	-	-
-	-	Laboratories	-	-
<b>5,864</b>	<b>1,650</b>	<b>Total</b>	<b>(514)</b>	<b>(3,106)</b>

c) Change in EBITDA of 5% or 10% (thousands of euros):

+10% EBITDA	+5% EBITDA	Cash-generating unit	-5% EBITDA	-10% EBITDA
768	384	Auto Spain	-	-
-	-	Auto Denmark	-	-
3,002	1,759	Auto Finland	(727)	(1,970)
719	385	Auto US	-	-
-	-	Energy & Industry Northern Europe	-	-
-	-	Energy & Industry North America	-	-
-	-	Energy & Industry Seameap	-	-
-	-	Energy & Industry Spain	-	-
-	-	Energy & Industry Latin America	-	-
-	-	IDIADA	-	-
-	-	Laboratories	-	-
<b>4,489</b>	<b>2,528</b>	<b>Total</b>	<b>(727)</b>	<b>(1,970)</b>

The combined effect of these sensitivities would be similar to the aggregation of the net individual effects, except for the positive effects of applying the intangible asset impairment charge, which would only be reversed up to the limit of the amount recognised (see Note 5).

For the carrying amount to equal the recoverable amount, the extent of the impairment arising from reductions in the percentage of EBITDA, WACC after tax and the perpetuity rate of return with respect to the cash-generating units that were not impaired in the sensitivity test previously performed, would be as follows:

Cash-generating unit	EBITDA reduction which would give rise to impairment	WACC after tax which would give rise to impairment	Perpetuity rate of return (g) which would give rise to impairment
Auto Spain	15.8%	9.0%	<0
Auto Denmark	74.2%	23.0%	<0
Auto Finland	2.1%	6.3%	1.9%
Auto US	32.2%	10.1%	<0
Energy & Industry Northern Europe	30.8%	10.5%	<0
Energy & Industry North America	20.4%	9.6%	<0
Energy & Industry Seameap	17.8%	12.4%	<0
Energy & Industry Spain	55.5%	23.0%	<0
Energy & Industry Latin America	21.7%	15.2%	<0
IDIADA	39.9%	19.9%	<0
Laboratories	20.8%	10.8%	<0

The Parent's Directors consider that, in view of the current margins, any possible negative impact in the Group activity would not significantly affect the impairment of the net assets associated with the any cash-generating unit.

## 7. Property, plant and equipment

The changes in 2017 and 2016 in the various property, plant and equipment accounts and in the related accumulated amortisation and provision were as follows:

	2017 – Thousands of Euros						
	Balance at 1 January 2017	Changes in the scope of consolidation (Note 2.b.e.1)	Additions or charge for the year	Disposals or reductions	Transfers	Changes in exchange rates and other	Balance at 31 December 2017
<b>Cost:</b>							
Land and buildings	168,860	2,819	1,522	(13,710)	6,470	(8,382)	157,579
Plant and machinery	251,807	3,429	19,557	(5,426)	4,325	(11,638)	262,054
Other fixtures, tools and furniture	70,882	333	3,439	(1,110)	430	(2,078)	71,896
Other items of property, plant and equipment	76,877	1,639	5,468	(5,852)	226	(5,855)	72,503
Advances and property, plant and equipment in the course of construction	17,611	49	16,620	(27)	(11,689)	(1,062)	21,502
Grants	(564)	-	9	(159)	-	-	(714)
<b>Total cost</b>	<b>585,473</b>	<b>8,269</b>	<b>46,615</b>	<b>(26,284)</b>	<b>(238)</b>	<b>(29,015)</b>	<b>584,820</b>
<b>Accumulated amortisation:</b>							
Land and buildings	(61,528)	(231)	(4,668)	1,964	(19)	2,045	(62,437)
Plant and machinery	(173,046)	(2,502)	(19,734)	4,939	(54)	8,390	(182,007)
Other fixtures, tools and furniture	(55,262)	(281)	(3,219)	1,022	12	1,182	(56,546)
Other items of property, plant and equipment	(76,641)	(1,039)	(6,218)	7,256	(3)	5,159	(71,486)
<b>Total accumulated amortisation</b>	<b>(366,477)</b>	<b>(4,053)</b>	<b>(33,839)</b>	<b>15,181</b>	<b>(64)</b>	<b>16,776</b>	<b>(372,476)</b>
<b>Total impairment</b>	<b>(1,951)</b>	<b>-</b>	<b>-</b>	<b>3</b>	<b>-</b>	<b>-</b>	<b>(1,948)</b>
<b>Total net value</b>	<b>217,045</b>	<b>4,216</b>	<b>12,776</b>	<b>(11,100)</b>	<b>(302)</b>	<b>(12,239)</b>	<b>210,396</b>

	2016 – Thousands of Euros						
	Balance at 1 January 2016	Changes in the scope of consolidation (Note 2.b.e.2)	Additions or charge for the year	Disposals or reductions	Transfers	Changes in exchange rates and other	Balance at 31 December 2016
<b>Cost:</b>							
Land and buildings	161,450	(1)	2,895	(772)	1,906	3,382	168,860
Plant and machinery	237,254	174	16,818	(10,989)	3,959	4,591	251,807
Other fixtures, tools and furniture	67,060	34	3,169	(699)	837	481	70,882
Other items of property, plant and equipment	71,660	136	6,355	(4,053)	628	2,151	76,877
Advances and property, plant and equipment in the course of construction	9,739	(30)	14,734	(45)	(7,105)	318	17,611
Grants	(149)	-	18	(432)	-	(1)	(564)
<b>Total cost</b>	<b>547,014</b>	<b>313</b>	<b>43,989</b>	<b>(16,990)</b>	<b>225</b>	<b>10,922</b>	<b>585,473</b>
<b>Accumulated amortisation:</b>							
Land and buildings	(56,003)	-	(5,434)	346	196	(633)	(61,528)
Plant and machinery	(157,670)	(131)	(21,439)	9,331	407	(3,544)	(173,046)
Other fixtures, tools and furniture	(51,350)	(10)	(3,775)	423	(172)	(378)	(55,262)
Other items of property, plant and equipment	(71,289)	(78)	(6,138)	3,457	(671)	(1,922)	(76,641)
<b>Total accumulated amortisation</b>	<b>(336,312)</b>	<b>(219)</b>	<b>(36,786)</b>	<b>13,557</b>	<b>(240)</b>	<b>(6,477)</b>	<b>(366,477)</b>
<b>Total impairment</b>	<b>(1,495)</b>	<b>-</b>	<b>(550)</b>	<b>94</b>	<b>-</b>	<b>-</b>	<b>(1,951)</b>
<b>Total net value</b>	<b>209,207</b>	<b>94</b>	<b>6,653</b>	<b>(3,339)</b>	<b>(15)</b>	<b>4,445</b>	<b>217,045</b>

In 2017 the additions are related to the Group's normal course of operations.

The changes in exchange rates gave rise to a negative impact on the cost of the assets (positive in prior year), which was due mainly to changes in the exchange rate of the US dollar.

The gross value of fully depreciated items of property, plant and equipment in use at 31 December 2017 amounted to EUR 206,066 thousand (31 December 2016: EUR 197,266 thousand). The Group did not have any temporarily idle items at 31 December 2017 or 2016.

The Group has taken out insurance policies to cover the possible risks to which its property, plant and equipment are subject and the claims that might be filed against it for carrying on its business activities. These policies are considered to adequately cover the related risks.

At 31 December 2017 and 2016, the Group did not have any significant firm property, plant and equipment purchase commitments.

No borrowing costs had been capitalised to property, plant and equipment at the end of 2017 and 2016 and no disbursements made or advances granted at 31 December 2017 or 2016.

Certain Group companies have property, plant and equipment items that must be handed over to the Government at the end of the related concession term. The detail of the carrying amount of the assets subject to reversion at 31 December 2017 and 2016 is as follows:

	2017 - Thousands of Euros		
	Gross cost	Accumulated depreciation/ Impairment	Carrying amount
IDIADA Automotive Technology, S.A.	54,357	(28,587)	25,770
Applus Iteuve Technology, S.L.U.	44,678	(39,856)	4,822
Primis, S.A.	2,276	-	2,276
Applus Iteuve Euskadi, S.A.U.	2,246	(1,902)	344
<b>Total</b>	<b>103,557</b>	<b>(70,345)</b>	<b>33,212</b>

	2016 - Thousands of Euros		
	Gross cost	Accumulated depreciation/ Impairment	Carrying amount
IDIADA Automotive Technology, S.A.	45,634	(24,545)	21,089
Applus Iteuve Technology, S.L.U.	41,759	(38,330)	3,429
Applus Iteuve Euskadi, S.A.U.	2,431	(1,882)	549
<b>Total</b>	<b>89,824</b>	<b>(64,757)</b>	<b>25,067</b>



The detail of the main assets held by the Group under finance leases at 31 December 2017 and 2016 is as follows:

	2017 – Thousands of Euros							
	Lease payments paid 2017	Lease payments outstanding	2018	2019	2020	2021	Others	Value of purchase option
Land and buildings	107	1,168	161	168	175	184	480	-
Plant and machinery	10	11	9	7	-	-	-	5
Computer hardware	156	119	136	-	-	-	-	17
Transport equipment	469	588	363	164	49	12	-	-
Other items of property, plant and equipment	7	42	9	9	9	9	6	-
<b>Total assets held under finance lease</b>	<b>749</b>	<b>1,928</b>	<b>678</b>	<b>348</b>	<b>233</b>	<b>205</b>	<b>486</b>	<b>22</b>

	2016 – Thousands of Euros							
	Lease payments paid 2016	Lease payments outstanding	2017	2018	2019	2020	Others	Value of purchase option
Land and buildings	102	1,359	158	157	158	158	728	-
Plant and machinery	82	33	17	9	7	-	-	6
Furniture	66	28	28	-	-	-	-	-
Computer hardware	102	234	106	128	-	-	-	17
Transport equipment	1,948	1,051	607	304	140	-	-	-
<b>Total assets held under finance lease</b>	<b>2,300</b>	<b>2,705</b>	<b>916</b>	<b>598</b>	<b>305</b>	<b>158</b>	<b>728</b>	<b>23</b>

At 31 December 2017 and 2016, no significant property, plant and equipment were subject to restrictions or pledged as security for liabilities.

## 8. Non-current financial assets

The changes in the various non-current financial asset accounts in 2017 and 2016 have been as follows:

	2017 – Thousands of Euros				
	Balance at 1 January 2017	Additions or charge for the year	Disposals, transfers or dividend distribution	Change in exchange rate	Balance at 31 December 2017
Investments in other companies	4,908	3,068	(3,670)	(369)	3,937
Non-current receivables	334	996	(314)	4	1,020
Deposits and guarantees	7,928	1,222	(1,244)	(466)	7,440
Impairment	(600)	-	-	-	(600)
<b>Total</b>	<b>12,570</b>	<b>5,286</b>	<b>(5,228)</b>	<b>(831)</b>	<b>11,797</b>

	2016 – Thousands of Euros				
	Balance at 1 January 2016	Additions or charge for the year	Disposals, transfers or dividend distribution	Change in exchange rate	Balance at 31 December 2016
Investments in other companies	5,489	1,729	(2,257)	(53)	4,908
Non-current receivables	448	69	(177)	(6)	334
Deposits and guarantees	8,629	1,215	(2,262)	346	7,928
Impairment	(600)	-	-	-	(600)
<b>Total</b>	<b>13,966</b>	<b>3,013</b>	<b>(4,696)</b>	<b>287</b>	<b>12,570</b>

#### Investments in other companies

In 2017 the Group recognised additions under "Investments in other companies" relating to the effect of associates accounted for using the equity method earning profits of EUR 647 thousand in 2017 (2016: EUR 1,724 thousand).

The main financial information on "Investments in Other Companies" at the end of 2017 and 2016 is as follows:

	2017 – Thousands of Euros			
	Velosi LLC	Velosi (B) Sdn Bhd	Oman Inspection and Certification Services, LLC	Total
Country	Oman	Brunei	Oman	
Percentage of ownership	50%	50%	50%	
Non-current assets	1,576	187	2	1,765
Current assets	12,691	1,903	1,171	15,765
Liabilities	(10,833)	(696)	(40)	(11,569)
<b>Net assets</b>	<b>3,434</b>	<b>1,394</b>	<b>1,133</b>	<b>5,961</b>
<b>Revenue</b>	<b>16,611</b>	<b>1,972</b>	<b>176</b>	<b>18,759</b>
<b>Profit after tax</b>	<b>1,257</b>	<b>(53)</b>	<b>37</b>	<b>1,241</b>
<b>Value of the investment</b>	<b>1,743</b>	<b>696</b>	<b>567</b>	<b>3,006</b>

	2016 – Thousands of Euros		
	Velosi LLC	Velosi (B) Sdn Bhd	Total
Country	Oman	Brunei	
Percentage of ownership	50%	50%	
Non-current assets	1,087	262	1,349
Current assets	18,461	1,997	20,458
Liabilities	(12,778)	(601)	(13,379)
<b>Net assets</b>	<b>6,770</b>	<b>1,658</b>	<b>8,428</b>
<b>Revenue</b>	<b>43,059</b>	<b>2,567</b>	<b>45,626</b>
<b>Profit after tax</b>	<b>3,185</b>	<b>261</b>	<b>3,446</b>
<b>Value of the investment</b>	<b>3,285</b>	<b>827</b>	<b>4,112</b>

#### Deposits and guarantees

At 31 December 2017, "Deposits and Guarantees" included EUR 3 million (2016: EUR 3.9 million) relating to restricted cash deposits to secure certain contracts entered into.

## 9. Inventories

The detail of the Group's inventories at 31 December 2017 and 2016 is as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Goods held for resale	7,655	7,570
Raw materials and other supplies	491	492
<b>Total inventories</b>	<b>8,146</b>	<b>8,062</b>

These inventories relate mainly to X-Ray material used in non-destructive testing by the Energy & Industry division, reagents, fungibles and chemical compounds used in laboratory or field tests by the Laboratories division and spare parts and items used at the vehicle roadworthiness testing centres of the Automotive division.

Obsolete, defective or slow-moving inventories are reduced to realisable value.

The Group estimates that the inventories will be realised in less than twelve months.

The Group does not recognise any inventory write-downs since inventories are derecognised when they are defective or obsolete.

## 10. Trade receivables for sales and services, trade receivables from related companies and other receivables

The detail of these current asset headings in the accompanying consolidated statement of financial position as at 31 December 2017 and 2016 is as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Trade receivables for sales and services	282,339	285,650
Work in progress	90,274	95,560
Provision for doubtful debts	(29,365)	(29,267)
<b>Trade receivables for sales and services</b>	<b>343,248</b>	<b>351,943</b>
Trade receivables from related companies (Note 28)	3,969	1,698
Other receivables	12,567	19,613
Other accounts receivable from public authorities	8,111	5,906
<b>Total trade and other receivables</b>	<b>367,895</b>	<b>379,160</b>

The Group's average collection period for services rendered was 50 days in 2017 (2016: 51 days).

The Group does not charge interest on receivables maturing within one year. The fair value and the nominal value of these assets do not differ significantly.

The detail of the age of the debt under "Trade Receivables for Sales and Services" is as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Not due	166,440	170,514
0-30 days	39,972	48,245
31-90 days	27,535	22,676
91-180 days	16,112	12,174
181-360 days	10,989	9,585
More than 360 days	21,291	22,456
<b>Total trade receivables for sales and services</b>	<b>282,339</b>	<b>285,650</b>
<b>Provision for doubtful debts</b>	<b>(29,365)</b>	<b>(29,267)</b>
<b>Total trade receivables for sales and services, net</b>	<b>252,974</b>	<b>256,383</b>

"Work in progress" relates to the valuation at the selling price of completed units of output not yet certified and pending to be billed to customers, for which Group Executive Committee considers that there is reasonable assurance of their billing (see Note 3.s).

#### Credit risk

The Group's main financial assets are cash and cash equivalents, trade and other receivables and investments, which represent the Group's maximum exposure to credit risk in relation to its financial assets.

The Group's credit risk is therefore mainly attributable to its trade receivables. The amounts presented in the consolidated statement of financial position are net of allowances for doubtful debts, estimated by Group Executive Committee based on prior experience and its assessment of the current economic environment.

The Group does not have a significant concentration of credit risk, with exposure spread over a large number of customers, divisions, markets and geographical areas.

However, the Group Executive Committee considers credit risk to be key to day-to-day management of the business and focuses its efforts on controlling and supervising receivables and doubtful debts, particularly in the industries with a higher risk of insolvency. In 2017 and 2016 particular attention has been paid to monitoring and recovering past-due receivables and a detailed analysis of customers with associated insolvency or default risks has been performed.

The Group has established a customer acceptance policy based on the periodic evaluation of liquidity and solvency risks and the establishment of credit limits for its debtors. The Group also periodically analyses the age of its trade receivables in order to cover possible bad debts.

The changes in 2017 and 2016 in the provision for doubtful debts are as follows:

	Thousands of Euros
<b>Balance at 1 January 2016</b>	<b>27,843</b>
Additions	6,880
Amounts used	(3,081)
Disposals	(2,747)
Effect of exchange rate changes	372
<b>Balance at 31 December 2016</b>	<b>29,267</b>
Additions	9,260
Amounts used	(3,213)
Disposals	(3,617)
Effect of exchange rate changes	(2,332)
<b>Balance at 31 December 2017</b>	<b>29,365</b>

In 2017 the Group has derecognised EUR 3,617 thousand of provisioned accounts receivable (2016: EUR 2,747 thousand) as they have been considered to be uncollectible.

## **11. Current financial assets, cash and cash equivalents**

### *Current financial assets*

At 31 December 2017, the amount included as short-term deposits and guarantees amounting to EUR 4,239 thousand (31 December 2016: EUR 3,722 thousand) and other financial assets of EUR 20,607 thousand (31 December 2016: EUR 899 thousand), whose conversion to cash is expected to be within 12 months.

### *Cash and cash equivalents*

At 31 December 2017 and 2016, the amount classified as "Cash and Cash Equivalents" in the accompanying consolidated statement of financial position related in full to cash, and to financial assets readily convertible into known amounts of cash subject to an insignificant risk of change in value.

## **12. Equity**

### **a) Share capital**

At 31 December 2016, the Parent's share capital was represented by 130,016,755 fully subscribed and paid-up common shares of EUR 0.10 par value each.

On 28 September 2017, the Company's capital was increased by EUR 1,300 thousand through the creation of 13,001,675 new shares of EUR 0.10 par value each and with a share premium of EUR 135,866 thousand at EUR 10.45 per share. The capital increase was carried out by means of monetary contributions for the full amount which totalled EUR 137,166 thousand.

Therefore, at 31 December 2017, the Parent's share capital is represented by 143,018,430 fully subscribed and paid-up common shares of EUR 0.10 par value each.

The expenses incurred in relation to the capital increase carried out in 2017 amounted to EUR 1,717 thousand, net of the tax effect, and were recognised with a charge to reserves.

Per the notifications of the number of shares submitted to the Spanish National Securities Market (CNMV), the shareholders owning significant direct and indirect interests in the share capital of the Parent representing more than 3% of the total share capital at 31 December 2017, were as follows:

	% share
Southeastern Concentrated Value Limited	14.48%
Threadneedle Asset Management Limited	8.20%
Norges Bank	4.53%
Harris Associates Investment Trust	4.61%
River & Mercantile Group P.L.C.	3.06%

The Parent's Directors are not aware of any other ownership interests of 3% or more of the share capital or voting rights of the Parent, or of any lower ownership interests that might permit the holder to exercise a significant influence over the Parent.

Also, the tax on corporate transactions amounting to EUR 1,231 thousand relating to a capital increase performed on 29 November 2007 is recognised as a reduction of share capital at the consolidated tax group.

### **b) Reserves and share premium**

Under the Consolidated Spanish Companies Law, 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 can be used to increase capital provided that the remaining reserve balance does not fall below 10% of the increased share capital amount. Otherwise, until the legal reserve exceeds 20% of share capital, it can only be used to offset losses, provided that sufficient other reserves are not available for this purpose.

At the end of 2017 the balance of this reserve amount to EUR 2,600 thousand and it had not reached the legally required minimum (EUR 2,600 thousand at the end of 2016).

At 31 December 2017 and 2016, the share premium reserves amounted to EUR 449,391 and EUR 313,525, respectively, thousand and it is fully available.

The Spanish Limited Liability Companies Law allows to use the share premium reserves balance to increase capital and it does not establishes specific restrictions about the availability of that balance.

### **c) Treasury shares**

At 31 December 2017, the Group holds a total of 112,744 treasury shares at an average cost of EUR 10.52 per share. The value of these treasury shares totalled EUR 1,186 thousand, which is recognised under "Treasury Shares" in the accompanying consolidated statement of financial position as at 31 December 2017 (see Note 3.z).

At 31 December 2016, the Group held a total of 290,450 treasury shares at an average cost of EUR 9.77 per share. The value of these treasury shares totalled EUR 2,837 thousand, which is recognised under "Treasury Shares" in the accompanying consolidated statement of financial position as at 31 December 2016 (see Note 3.z).

In March and May 2017 the Group delivered to the Executive Director, Senior Executives and certain executives of the Group a total of 577,706 shares, (516,749 shares in 2016) in all cases in accordance with the schedule approved in the economic incentive plan arising from the IPO and in the new incentive plan granted (see Notes 19 and 29).

### **d) Profit per share**

The profit per share is calculated on the basis of the profit attributable to the shareholders of the Parent divided by the average number of ordinary shares outstanding in the year. At 31 December 2017 and 2016 the profit per share is as follows:

	2017	2016
Number of shares	143,018,430	130,016,755
Average number of shares	133,267,174	130,016,755
Net consolidated profit attributable to the Parent (thousands of euros)	35,582	19,542
Number of treasury shares	112,744	290,450
Number of shares in circulation	143,018,430	130,016,755
Profit per share (in euros per share)		
- Basic	0.267	0.150
- Diluted	0.267	0.150

There are no financial instruments that could dilute the profit per share.

e) *Foreign currency translation reserve*

The detail of "foreign currency translation reserve" in the consolidated statement of financial position as at 31 December 2017 and 2016 is as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Applus+ Energy & Industry	(7,274)	7,677
Applus+ Laboratories	(704)	388
Applus+ Automotive	(37,704)	(47,792)
Applus+ IDIADA	332	1,128
Other	1,615	9,537
<b>Total</b>	<b>(43,735)</b>	<b>(29,062)</b>

f) *Capital risk management*

The Group manages its capital to ensure that its subsidiaries can continue operating in accordance with the going-concern principle of accounting. The Group is also committed to maintain leverage levels that are consistent with its growth, solvency and profitability objectives.

The data relating to the financial leverage ratios at the end of 2017 and 2016 are as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Bank borrowings (Note 14)	626,904	785,000
Other financial liabilities (Note 15)	27,349	23,527
Current financial assets (Note 11)	(24,846)	(4,621)
Cash and cash equivalents	(129,211)	(188,224)
<b>Net financial debt</b>	<b>500,196</b>	<b>615,682</b>
<b>Total equity</b>	<b>794,963</b>	<b>657,594</b>
<b>Leverage (Net financial debt / Net debt + Equity)</b>	<b>39%</b>	<b>48%</b>

**13. Non-controlling interests**

"Non-controlling interests" in the accompanying consolidated statement of financial position reflects the equity of the non-controlling shareholders in the consolidated companies. Also, the balance of "Profit Attributable to Non-Controlling Interests" in the accompanying consolidated statement of profit or loss reflects the share of these non-controlling interests in the consolidated profit or loss for the year.

The detail of the non-controlling interests of the fully consolidated companies in which ownership is shared with third parties in 2017 and 2016 is as follows:

	2017 - Thousands of Euros		
	Share capital and reserves	Profit (Loss)	Total
LGAI Technological Center, S.A. subgroup	14,052	345	14,397
IDIADA Automotive Technology, S.A. subgroup	7,247	4,262	11,509
Arctosa Holding B.V. subgroup	344	(270)	74
Velosi S.à r.l. subgroup	12,759	4,647	17,406
Applus Iteuve Technology, S.L.U. subgroup	6,931	1,040	7,971
<b>Total non-controlling interests</b>	<b>41,333</b>	<b>10,024</b>	<b>51,357</b>

	2016 - Thousands of Euros		
	Share capital and reserves	Profit (Loss)	Total
LGAI Technological Center, S.A. subgroup	13,771	738	14,509
IDIADA Automotive Technology, S.A. subgroup	7,654	3,574	11,228
Arctosa Holding B.V. subgroup	136	112	248
Velosi S.à r.l. subgroup	13,842	4,416	18,258
Applus Iteuve Technology, S.L.U. subgroup	64	193	257
<b>Total non-controlling interests</b>	<b>35,467</b>	<b>9,033</b>	<b>44,500</b>

The changes in "Non-Controlling Interests" in 2017 and 2016 are summarised as follows:

	Thousands of Euros	
	2017	2016
<b>Beginning balance</b>	<b>44,500</b>	<b>47,145</b>
Changes in the scope of consolidation (Note 2.b.e.)	5,997	(264)
Dividends	(7,136)	(10,294)
Translation differences	(1,966)	1,054
Other changes	(62)	(2,174)
Profit for the year	10,024	9,033
<b>Ending balance</b>	<b>51,357</b>	<b>44,500</b>

#### 14. Bank borrowings

The detail, by maturity, of the bank borrowings in the accompanying consolidated statement of financial position at 31 December 2017 and 2016 is as follows:

	2017 - Thousands of Euros						
	Limit	Current maturity	Non-current maturity				Total
			2019	2020	2021	2022 onwards	
Syndicated loan	738,028	250	-	596,243	-	-	596,243
Other loans	-	25	4	-	-	-	4
Credit facilities	110,792	28,432	-	-	-	-	-
Obligations under finance leases	-	678	348	234	205	485	1,272
<b>Total</b>	<b>848,820</b>	<b>29,385</b>	<b>352</b>	<b>596,477</b>	<b>205</b>	<b>485</b>	<b>597,519</b>



	2016 - Thousands of Euros						
	Limit	Current maturity	Non-current maturity				Total
			2018	2019	2020	2021 onwards	
Syndicated loan	845,733	974	-	-	753,484	-	753,484
Other loans	-	1,759	1,764	877	-	-	2,641
Credit facilities	123,127	23,437	-	-	-	-	-
Obligations under finance leases	-	916	598	305	158	728	1,789
<b>Total</b>	<b>968,860</b>	<b>27,086</b>	<b>2,362</b>	<b>1,182</b>	<b>753,642</b>	<b>728</b>	<b>757,914</b>

a) *Syndicated loan*

Syndicated loan bears interest at Euribor (for tranches in euros) / Libor (for tranches in foreign currency) plus a spread on the borrowed amount, which at the date of this report was 1.65%.

All the tranches have a single maturity of 26 June 2020.

The structure of the syndicated loan in 2017 and 2016 is as follows:

**2017**

Tranche	Thousands of Euros		Maturity
	Limit	Amount drawn + interest added to principal	
Facility A1	478,903	478,903	26/06/2020
Facility A2	84,668	84,668	26/06/2020
Facility A3	24,458	24,458	26/06/2020
Facility B	150,000	-	26/06/2020
Effect of exchange rate changes	-	13,182	
Interest	-	250	
Debt arrangement expenses	-	(4,968)	
<b>Total</b>	<b>738,029</b>	<b>596,493</b>	

**2016**

Tranche	Thousands of Euros		Maturity
	Limit	Amount drawn + interest added to principal	
Facility A1	478,903	478,903	26/06/2020
Facility A2	192,372	192,372	26/06/2020
Facility A3	24,458	24,458	26/06/2020
Facility B	150,000	-	26/06/2020
Effect of exchange rate changes	-	65,034	
Interest	-	974	
Debt arrangement expenses	-	(7,283)	
<b>Total</b>	<b>845,733</b>	<b>754,458</b>	

EUR 479 million has been drawn down from the Facility A1 tranche, USD 118 million has been drawn down from the Facility A2 tranche (approximately, EUR 100 million) and GBP 20 million has been drawn down from the Facility A3 tranche (approximately, EUR 23 million).

No amount had been drawn down from the EUR 150 million Facility B tranche at 31 December 2017 and 31 December 2016.

*a.1) Obligations and restrictions relating to the syndicated loan:*

The syndicated loan agreement contains a financial covenant relating to the achievement of a financial leverage ratio, defined as consolidated net financial debt/consolidated EBITDA that must not exceed the values set for each half year throughout the term of the loan and detailed below:

- Up to 4.5 times until 30 June 2017 (inclusive).
- Up to 4.0 times from 31 December 2017 (inclusive) until the maturity of the syndicated loan.

Therefore as at 31 December 2017, the financial leverage ratio must be lower than 4.0 times. The actual ratio based on the consolidated financial statements as at 31 December 2017 and using the definitions for net financial debt and consolidated EBITDA within the syndicated loan agreement is 2.4.

The Parent's Directors expect the financial leverage ratio covenant to be met in the coming years.

The Group also has certain obligations under the syndicated loan agreement which relate mainly to disclosure requirements concerning its financial statements and negative undertakings to not perform certain transactions without the lender's consent, such as certain mergers or changes of business activity (see Note 27.a).

*a.2) Guarantees given*

Shares of certain Applus Group subsidiaries have been pledged to secure the syndicated loan.

**b) Credit facilities and other loans**

The interest rates on the credit facilities and loans are tied to Euribor and Libor, plus a market spread.

The Group entered into a non-recourse factoring agreement to sell outstanding receivables from customers for up to a maximum of EUR 20 million bearing interest at the market rate, of which EUR 15,443 thousand had been used at 2017 year-end (2016 year-end: EUR 14,828 thousand).

**c) Disclosure for currency of bank borrowings**

The detail of the main current and non-current bank borrowings at 31 December 2017 and 2016, by currency, is as follows:

	2017 - Thousands of Euros						Total
	Euro	US dollar	Pound sterling	Malaysian ringgit	Colombian peso	Others	
Syndicated loan	475,419	98,376	22,698	-	-	-	596,493
Other loans	-	-	29	-	-	-	29
Credit facilities	16,258	-	(337)	4,984	7,235	292	28,432
Finance leases	8	280	-	-	-	1,662	1,950
<b>Total</b>	<b>491,685</b>	<b>98,656</b>	<b>22,390</b>	<b>4,984</b>	<b>7,235</b>	<b>1,954</b>	<b>626,904</b>

	2016 - Thousands of Euros						
	Euro	US dollar	Pound sterling	Malaysian ringgit	Colombian peso	Others	Total
Syndicated loan	474,559	256,021	23,878	-	-	-	754,458
Other loans	-	-	57	4,343	-	-	4,400
Credit facilities	4,580	4,814	1,381	6,866	5,668	128	23,437
Finance leases	58	739	-	10	28	1,870	2,705
<b>Total</b>	<b>479,197</b>	<b>261,574</b>	<b>25,316</b>	<b>11,219</b>	<b>5,696</b>	<b>1,998</b>	<b>785,000</b>

### 15. Other non-current financial liabilities

The detail of the related headings in the accompanying consolidated statement of financial position at 31 December 2017 and 2016 is as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Payable due to reversion	20,547	16,025
Other non-current financial liabilities	6,802	7,502
<b>Total other non-current financial liabilities</b>	<b>27,349</b>	<b>23,527</b>

"Payable due to reversion" for 2017 and 2016 includes the provisions for the guarantees covering the reversion of land on which certain vehicle roadworthiness testing centres are located in Catalonia, amounting to EUR 16,025 thousand (see Note 27.a). The payment period relating to these guarantees will not be known until the process described in Note 27.b has been completed.

"Payable due to Reversion" at 31 December 2017 also includes provisions of EUR 4,522 thousand as a result of the inclusion of the Finisterre Group in the scope of consolidation (see Note 2.b.e.1.1).

"Other financial liabilities" includes mainly various loans with favourable terms and conditions that the subsidiaries have been granted by various public bodies. These loans mature between 2019 and 2023.

### 16. Financial risks and derivative financial instruments

#### Financial risk management policy

The main purpose of the Group's financial risk management activity is to assure the availability of funds for the timely fulfilment of financial obligations and to protect the value in euros of the Group's economic flows and assets and liabilities.

This management activity is based on the identification of risks, the determination of tolerance to each risk, the analysis of the suitability of the hedging of financial risks, and the control, if applicable, of the hedging relationships established.

The Group's Policy consists on hedging all significant and intolerable risk exposures as long as there are adequate instruments for this purpose and the hedging cost is reasonable.

The Group's financial risks are managed on a single and integrated basis, which enables it to identify the existence of natural hedges between and within the various lines of business and to thus optimise the arrangement of hedges in markets. All external hedges, including those relating to subsidiaries and those arranged on their behalf, must be authorised and arranged on a centralised basis at Group level.

Following is a description of the main financial risks to which the Group is exposed and the practices established:

a) Foreign currency risk

The increased volatility of currency markets with respect to other markets (such as the interest rate market) and the significant international activity of the Group as a long-term investor in countries outside of the eurozone make foreign currency risk (loss of value in euros of long-term investments in countries whose currency is not the euro) the most significant financial risk for the Group.

To manage foreign currency risk, the Group takes the following measures:

- If the financial market of the country in which the investment is made allows for adequate financing to be obtained in terms of timing and cost, hedging is naturally obtained through financing taken in the same currency as that of the investment.
- If the above is not possible, the Group determines asset and liability sensitivity to exchange rate fluctuations on the basis of the extent and severity (volatility) of the risk exposure.

In relation to foreign currency risk, the estimated sensitivity in the Group's consolidated statements of profit or loss for 2017 and 2016 to a change of +/-5% in the exchange rates against the euro of the main currency in which the Group operates, US Dollar, would entail approximately a +/-1% variation of the Group's revenues.

b) Interest rate risk

Interest rate risk relates to the effect on profit or loss of rises in interest rates that increase borrowing costs. Exposure to this risk is significantly mitigated by the natural hedging offered by businesses in which inflation and/or interest rates are factors which are part of the periodical tariff and price revision process. The other exposure is assessed periodically and, taking into consideration the projected interest rate fluctuations in the main borrowing currencies, the desirable fixed-rate protection levels and periods are determined.

The structure thus established is achieved by means of new financing and/or the use of interest rate derivatives.

Net debt at floating rates is generally tied to Euribor for the debt in euros and to Libor for the debt in US dollars.

The detail of the average interest rate and of the average financial debt drawn is as follows:

	2017	2016
Average interest rate	2.28%	2.12%
Average financial debt drawn (thousands of euros)	732,023	779,871

On the basis of the financial debt drawn, the impact on borrowing costs of a change of half a point in the average interest rate would be as follows:

	2017	2016
Change in interest rate +0.50%		
Change in borrowing costs (thousands of euros)	3,660	3,899

c) Liquidity risk

Liquidity risk relates to the possibility of adverse situations in the capital markets preventing the Group from financing, at reasonable market prices, its obligations relating to both non-current financial assets and working capital requirements, or of the Group being unable to implement its business plans using stable financing sources.

The Group takes various preventative measures to manage liquidity risk:

- The capital structure of each company is established taking into account the degree of volatility of the cash generated by it.

- Debt repayment periods and schedules are established on the basis of the nature of the needs being financed.
- The Group diversifies its sources of financing through continued access to financing and capital markets.
- The Group secures committed credit facilities for sufficient amounts and with sufficient flexibility.

Hedging instruments arranged

At 31 December 2017, the Group does not have any hedging instruments arranged.

**17. Non-current provisions**

The detail of "Non-Current Provisions" in 2017 and 2016 is as follows (in thousands of euros):

	31/12/17	31/12/16
Long-term employee obligations	9,662	7,689
Other provisions	7,596	9,239
<b>Non-Current provisions</b>	<b>17,258</b>	<b>16,928</b>

The changes in "Non-Current Provisions" in 2017 and 2016 are as follows:

	Thousands of Euros
<b>Balance at 1 January 2016</b>	<b>28,888</b>
Additions	1,687
Amounts used	(4,657)
Finnish Tax Audit	(9,160)
Effect of exchange rate changes	170
<b>Balance at 31 December 2016</b>	<b>16,928</b>
Changes in the scope of consolidation (Note 2.e)	4,932
Additions	1,561
Amounts used	(3,537)
Finnish Tax Audit	(1,939)
Effect of exchange rate changes	(687)
<b>Balance at 31 December 2017</b>	<b>17,258</b>

The recognised provisions constitute a fair and reasonable estimate of the effect on the Group's equity that could arise from the resolution of the lawsuits, claims or potential obligations that they cover. They were quantified by the Group Executive Committee and Committee of the subsidiaries, with the assistance of their advisers, considering the specific circumstances to each case.

a) *Long-term employee obligations:*

Long term employee obligations contain, mainly, benefits to certain employees of the Energy & Industry Seameap cash-generating unit amounting to EUR 4,972 thousand (2016: EUR 5,912 thousand) and to employees of the Energy & Industry Northern Europe cash-generating unit amounting to EUR 1,791 thousand (2016: 1,777 thousand) and to certain staff of the Finisterre cash-generating unit amounting to EUR 2,355 thousand (see Note 2.e.1.1).

The benefits of the Energy & Industry Northern Europe CGU relate, mainly, to the companies located in the Netherlands. These plans include the provision to pay one monthly salary payment to current employees upon completing 25 years of service and two monthly salaries payments upon completing 40 years of service.

The benefits of the Energy & Industry Seameap CGU relate, mainly, to benefits that employees from companies located in the Middle East and Italy receive at the end of their employment in Applus Group.

The benefits of the Finisterre CGU relate to benefits that the employees from companies mainly located in Spain receive at the end of their service at Applus Group.

b) *Other provisions:*

Other provisions mainly contain:

	Thousands of Euros	
	31/12/17	31/12/16
Tax risks	2,118	5,955
Legal contingencies	2,929	2,929
Other provisions	2,549	355
<b>Total</b>	<b>7,596</b>	<b>9,239</b>

In 2017 the Group has paid EUR 1,980 thousand following the dismissal of the appeal filed against the Finnish Administrative Court's decision.

The tax contingencies covered by provisions are described in Note 20.6.

The main legal contingencies covered by provisions are as follows:

- Litigation in progress due to alleged breach by one of the subsidiaries of an agreement with a third party. A provision of EUR 1,500 thousand was recognised relating to the risk estimated by the Directors and their legal advisers arising from the outcome of this litigation.
- An arbitral award ordering a Group subsidiary to pay USD 3,347 thousand to a third party and ordering a third party to pay USD 2,220 thousand to a Group subsidiary due to discrepancies in the final outcome of work performed on a project. The Group recognised a provision of EUR 1,429 thousand.

## **18. Other current and non-current liabilities**

The detail of "Other Non-Current Liabilities" and "Other Current Liabilities" in 2017 and 2016 is as follows (in thousands of euros):

	31/12/17	31/12/16
Variable price of the acquisition of ownership interest payable at long term	19,846	1,933
Other non-current liabilities	13,188	5,017
<b>Other non-current liabilities</b>	<b>33,034</b>	<b>6,950</b>
Variable price of the acquisition of ownership interest payable at short term	13,716	1,339
Other current liabilities	7,469	7,944
<b>Other current liabilities</b>	<b>21,185</b>	<b>9,283</b>
<b>Total other liabilities</b>	<b>54,219</b>	<b>16,233</b>

"Variable price of the acquisition of ownership interest payable" includes the amounts payable for business combinations performed in 2017 and prior years in relation to contingency payouts and variable payouts (earn outs) which the Directors consider comply with the related payment terms and conditions and should therefore be paid. The aforementioned amounts are classified as current and non-current in accordance with the date scheduled for their payment.

In relation to the acquisition of 80% of Finisterre Group described in Note 2.b.e.1.1., there is an agreement whereby a mechanism implemented through call and put options is established for the potential acquisition of the remaining 20% of the Finisterre Group from July 2022, subject to the occurrence of certain events. The Applus Group has recognised a liability for the present value of the estimated amount of this option of EUR 14.2 million in "Variable price of the acquisition of ownership interest payable at long term", in accordance with IAS 32.23 (see Note 2.b.e.1.1.).

"Other Current Liabilities" and "Other non-current Liabilities" include mainly other financial payables not related to bank borrowings.

## **19. Trade and other payables**

The detail of trade and other payables in 2017 and 2016 is as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Trade and other payables	179,527	190,113
Trade and other payables with related companies (Note 28.b)	521	3
Remuneration payable	58,249	66,718
Tax payable	69,933	61,736
<b>Total</b>	<b>308,230</b>	<b>318,570</b>

The difference between the reasonable and nominal value does not differ significantly.

The Group's average payment period in 2017 was 60 days (2016: 58 days).

"Remuneration Payable" mainly relates to ordinary remuneration payable as annual bonus, extra-pay and holidays accruals.

Additionally, "Remuneration Payable" includes the following amounts:

- a) EUR 1,775 thousand (31 December 2016: EUR 1,019 thousand) relating to the variable remuneration plan comprising the annual delivery of RSUs to certain executives and employees of the Group (see Note 29).
- b) EUR 745 thousand (31 December 2016: EUR 372 thousand) relating to the "Long-term incentive" plan, comprising the delivery of PSUs and/or RSUs to certain executives if the Group achieves certain financial targets (see Note 29).

In "Tax Payable" the Group recognised the amounts payable of value added taxes, social security taxes and personal income tax withholdings (or equivalent taxes in each country).

### ***Disclosures on the payment periods to suppliers. Additional Provision Three. "Disclosure obligation" provided for in Law 15/2010, of 5 July.***

The Group companies with tax residence in Spain adapted their payment periods in line with Additional Provision Three "Disclosure Obligation" of Law 15/2010, of 5 July (amended by Final Provision Two of Law 31/2014, of 3 December 2014). Detailed below are the disclosures required by the Spanish Accounting and Audit Institute (ICAC) Resolution of 29 January 2016 to be included in notes to the financial statements in relation to average payment periods to suppliers in commercial transactions.

	2017	2016
	Days	Days
Average payment period to suppliers	60	58
Ratio of transactions settled	61	60
Ratio of transactions not yet settled	52	43
	Thousands of Euros	Thousands of Euros
Total payments made	87,748	85,630
Total payments outstanding	7,677	4,407

The data shown in the table above relates exclusively to the Spanish companies. The data shown in the table in relation to payments to suppliers relate, pursuant to the ICAC Resolution, to commercial transactions relating to goods supplied and services provided since the entry into force of Law 31/2014, of 3 December 2014.

Suppliers, solely for the purpose of disclosing the information provided for in this resolution, are considered to be trade creditors for the supply of goods and services and are included under "Current Liabilities - Trade and Other Payables" in the accompanying consolidated statement of financial position.

"Average payment period to suppliers" is understood to be the period between the supply of the goods or the provision of the services on the supplier's account and the effective payment of the transaction.

The maximum payment period applicable to the Spanish consolidated companies under Law 3/2004, of 29 December 2004, on combating late payment in commercial transactions, is 30 days. This period may be extended by an agreement between the parties, but under no circumstances should be superior to 60 natural days (same legal period in 2016).

However, most of the payments outstanding by the Spanish consolidated companies at year end has been paid during the first two months of the year 2018.

## 20. Corporate income tax

### **20.a Corporate income tax expense recognised in the consolidated statement of profit or loss**

The detail of the corporate income tax expense recognised in 2017 and 2016 is as follows (in thousands of euros):

	2017	2016
<b>Current tax:</b>		
For the year	26,117	27,951
Impact of Royal Decree-Law 3/2016	-	2,273
	26,117	30,224
<b>Deferred tax:</b>		
For the year	(5,218)	(7,402)
Impact of Royal Decree-Law 3/2016	(2,340)	9,090
Impact of US tax reform	(2,831)	-
	(10,389)	1,688
<b>Corporate Income tax expense</b>	<b>15,728</b>	<b>31,912</b>



The detail of the changes in deferred taxes, recognised as corporate income tax expense/(benefit) in the consolidated statement of profit or loss in 2017 and 2016, is as follows (in thousands of euros):

	2017	2016
Tax credits for tax loss carry forwards		
US Tax Reform impact	3,900	-
Others	1,603	(1,032)
Withholding taxes and other unused tax credits	(929)	(194)
Temporary differences:		
Amortisation of intangible assets recognized at fair value	(11,667)	(11,043)
Finance costs - Spanish companies	2,795	4,947
Impact of Royal Decree-Law 3/2016	(2,340)	9,090
US Tax Reform impact	(6,731)	-
Others	2,980	(80)
<b>Deferred corporate income tax expense (benefit)</b>	<b>(10,389)</b>	<b>1,688</b>

The corporate income tax expense is calculated in 2017 and 2016 as follows (in thousands of euros):

	2017	2016
<b>Profit before tax</b>	<b>61,334</b>	<b>60,487</b>
<b>Consolidated corporate income tax rate at 25%</b>	<b>15,334</b>	<b>15,122</b>
<b>Tax effect of:</b>		
Differences due to corporate income tax rates in different countries	4,544	9,688
Tax-exempt income	-	(2,706)
Deduction of unrecognised tax assets and others	(2,142)	(1,555)
Changes in tax rates and laws and others	(2,008)	11,363
<b>Corporate income tax expense</b>	<b>15,728</b>	<b>31,912</b>

Royal Decree-Law 3/2016, of 2 December, adopting tax measures aimed at consolidating public finances and other urgent social measures, was published in the Spanish Official State Gazette on 3 December 2016.

As a result of this Royal Decree-Law, at 2016 year-end the Spanish consolidated tax group recognised a tax expense amounting to EUR 11,363 thousand in the accompanying consolidated statement of profit or loss (EUR 2,273 thousand in current tax and EUR 9,090 thousand in deferred tax), since it was considered that there are very severe restrictions on the transfer of certain securities representing investments in the share capital or equity of some subsidiaries before the five-year period expires, due to legal, contractual or other reasons, in relation to the sale or settlement of the investments concerned, and to the circumstances specifically affecting them. This amount covers the impairment losses to be reversed and included in the tax base in the five year period from 2016 to 2020.

A tax reform was approved in the United States on 22 December 2017 (the US Tax Reform or the Tax Cuts and Jobs Act), adjusting, inter alia, the tax rate (from 35% to 21%) and the limits to offset tax losses. As a result of this reform, at 2017 year-end the Applus Group companies located in the United States have recognised a revenue of EUR 2,831 thousand in accordance with IAS 12, based on the adjustment of the deferred tax assets and liabilities to the new tax rate at which they are expected to reverse.

## 20.b Current corporate income tax assets and liabilities

The detail of the current corporate income tax receivables and payables at the end of 2017 and 2016 is as follows (in thousands of euros):

	31/12/17	31/12/16
<b>Current corporate income tax assets</b>	20,039	15,893
Corporate income tax prepayments	<b>20,039</b>	<b>15,893</b>
<b>Current corporate income tax liabilities</b>	12,066	12,091
Corporate income tax payables	<b>12,066</b>	<b>12,091</b>

## 20.c Deferred tax assets

The detail of "Deferred Tax Assets" at the end of 2017 and 2016 is as follows:

	Thousands of Euros	
	31/12/17	31/12/16
Tax losses of Spanish companies	31,071	32,237
Tax losses of US companies	5,448	10,378
Tax losses of Other foreign companies	4,189	3,596
<b>Tax credits for tax loss carry forwards</b>	<b>40,708</b>	<b>46,211</b>
Tax credits of Spanish companies	4,380	1,896
Tax credits and Withholding taxes of Foreign companies	8,254	9,809
<b>Withholding taxes and other tax credits</b>	<b>12,634</b>	<b>11,705</b>
Temporary differences due to the non-deductibility of finance expenses as provided for in Royal Decree-Law 12/2012	3,631	6,297
Other temporary differences - Spanish companies	5,286	6,432
Temporary differences - Foreign companies	9,674	16,554
<b>Total temporary differences</b>	<b>18,591</b>	<b>29,283</b>
<b>Total deferred tax assets</b>	<b>71,933</b>	<b>87,199</b>

The deferred tax assets indicated above were recognised because the Parent's Directors considered that, based on their best estimate of the Group's future earnings, including certain tax planning measures, it is probable that these assets will be recovered.

At the end of each year the Parent's Directors analyse the recoverability of the deferred tax assets and only recognise those that they consider will probably be recovered over a time period of less than ten years through the achievement of sufficient future profits.

The factors taken into consideration by the Parent's Directors to recognise as a deferred tax asset, including tax credit for tax loss carryforwards, withholding taxes, and tax credits for temporary differences at 31 December 2017, which support their future recoverability, are as follows:

- The Budget for 2018 and the Group's business plan for 2019-2022 envisages profit for 2018 and subsequent years, sufficient in order to offset all the tax losses recognised (already taking into account the implications of the new Spanish tax laws described in Note 20.1).
- In 2017 and 2016 the consolidated tax group in Spain obtained taxable income of EUR 29,290 and EUR 29,246 thousand which enabled it to use unrecognised tax losses from prior years amounting to EUR 2,306 and EUR 2,004 thousand, respectively.
- A mandate was issued by the Board of Directors to Group Executive Committee to execute all of the initiatives envisaged in the business plan and it is considered highly probable that it will be met in light of the experience of prior years.

The prior years' tax loss carryforwards of the companies at the end of 2017 and 2016 are as follows:

Year incurred	Thousands of Euros			
	2017		2016	
	Recognised	Not recognised	Recognised	Not recognised
2003	-	10	-	-
2004	-	41	-	11
2005	-	8,336	-	8,757
2007	5,205	21,288	5,211	23,457
2008	474	-	474	760
2009	28,724	433	33,388	239
2010	58,058	940	58,142	2,084
2011	43,527	1,927	47,529	3,147
2012	2,821	12,029	3,816	14,044
2013	2,156	5,747	2,156	6,761
2014	1,906	7,417	1,906	9,079
2015	8,575	14,021	9,369	17,636
2016	6,962	25,023	10,042	30,467
2017	6,946	13,072	-	-
<b>Total</b>	<b>165,354</b>	<b>110,284</b>	<b>172,033</b>	<b>116,442</b>

Most of the Group's tax losses belong to the Spanish companies' consolidated tax group (EUR 124,283 thousand recognised and EUR 29,831 thousand not recognised).

The detail of the Spanish companies' unused tax credits at the end of 2017 and 2016 is as follows:

Year	Thousands of Euros			
	2017		2016	
	Recognised	Not recognised	Recognised	Not recognised
2003	-	35	-	52
2004	-	42	-	63
2005	-	85	-	85
2006	-	243	-	246
2007	-	257	-	300
2008	-	-	9	730
2009	-	1,318	-	1,781
2010	-	1,884	-	1,876
2011	-	1,941	-	1,940
2012	-	2,388	-	2,311
2013	4,380	23,361	1,329	27,518
2014	-	6,504	-	6,407
2015	-	5,791	-	5,893
2016	-	5,280	558	2,893
2017	-	5,021	-	-
<b>Total</b>	<b>4,380</b>	<b>54,150</b>	<b>1,896</b>	<b>52,095</b>

Of the total recognised and unrecognised tax credits at 31 December 2017, EUR 14,068 thousand relate to incentives for certain activities (mainly investment in R&D+i expenditure), EUR 43,592 thousand relate to double taxation credits and EUR 870 thousand to the reinvestment of gains at 31 December 2017. Of the total recognised and unrecognised tax credits at 31 December 2016, EUR 13,342 thousand related to investment in R&D+i expenditure, EUR 38,975 thousand to double taxation credits and EUR 1,682 thousand to the reinvestment of gains.

The foreign companies' unused tax credits not recognised in the accompanying consolidated statement of financial position are not significant.

#### 20.d Deferred tax liabilities

"Deferred Tax Liabilities" on the liability side of the accompanying consolidated statement of financial position as at 31 December 2017 and 2016 includes mainly the following:

	Thousands of Euros	
	31/12/17	31/12/16
<b>Temporary differences associated with:</b>		
recognition at fair value of the identifiable assets in acquisitions of business combinations	127,195	116,865
depreciation and amortisation and measurement of assets and goodwill	16,629	29,342
Royal Decree-Law 3/2016 (Note 20.1)	6,750	9,090
amortisation of goodwill paid in the acquisition of foreign companies by Spanish companies	4,814	4,158
other deferred tax liabilities	6,604	5,394
<b>Total deferred tax liabilities</b>	<b>161,992</b>	<b>164,849</b>

## 20.e Corporate Income Tax rates applicable to the Group

Each company calculates its corporate income tax expense in accordance with its respective legislation. The main corporate income tax rates applicable to the Group are as follows:

Country	Tax rate	Country	Tax rate	Country	Tax rate
Spain	25%	UK	20%	Angola	30%
US	35% (*)	Germany	30%	United Arab Emirates	-
Finland	20%	Australia	30%	Luxembourg	21%
Ireland	12.5%	Italy	24%	Kuwait	15%
Canada	26.5%	Brazil	34%	Malaysia	24%
Norway	25%	Argentina	35%	Singapore	17%
Denmark	22%	Chile	25.5%	Qatar	10%
Netherlands	25%	Colombia	34%	Saudi Arabia	20%
Mexico	30%				

(\*) 21% in 2018 and next years

## 20.f Years open for review and tax audits

The Spanish companies have 2012 and subsequent years open for review by the tax authorities for all of the applicable taxes. The foreign companies have the last few years open for review in accordance with the legislation in force in each of their respective countries. The Parent's Directors do not expect any additional significant liabilities to arise in the event of a tax audit.

Also, in 2017 certain Group subsidiaries received notifications from the tax authorities of the countries in which they operate, in which certain taxes filed had been opened for review. At 31 December 2017, these inspections were at a preliminary stage and no conclusions had been received from the tax authorities that may have a significant impact on the accompanying consolidated financial statements.

These notes to the financial statements do not include the information referred to in Article 42 bis of Royal Decree 1065/2007 in relation to persons resident in Spain, whether legal entities that are beneficiaries or holders of accounts abroad or individuals from the Group who are authorised representatives for accounts abroad held by a Group subsidiary non-resident in Spain, since such information is duly recorded and detailed in the Group's accounting records pursuant to Article 42 bis 4.b of Royal Decree 1065/2007.

## 21. Operating income and expenses

### a) Staff costs

The detail of "Staff Costs" in the accompanying consolidated statement of profit or loss in 2017 and 2016, is as follows:

	Thousands of Euros	
	2017	2016
Wages, salaries and similar expenses	674,982	672,957
Severances	7,731	3,507
Employee benefit costs	101,576	95,358
Other staff costs	77,285	68,569
<b>Total</b>	<b>861,574</b>	<b>840,391</b>

The average number of employees at the Group, by professional category and gender in 2017 and 2016, is as follows:

Professional category	Average number of employees		
	2017		
	Men	Women	Total
Top management	134	25	159
Middle management	347	92	439
Supervisors	1,062	236	1,298
Operational employees & others	13,935	3,131	17,066
<b>Total</b>	<b>15,478</b>	<b>3,484</b>	<b>18,962</b>

Professional category	Average number of employees		
	2016		
	Men	Women	Total
Top management	129	21	150
Middle management	314	60	374
Supervisors	890	194	1,084
Operational employees & others	13,676	3,290	16,966
<b>Total</b>	<b>15,009</b>	<b>3,565</b>	<b>18,574</b>

Also, the distribution of the workforce, by gender and category, at the end of 2017 and 2016 is as follows:

Professional category	No. of employees end of year		
	2017		
	Men	Women	Total
Top management	147	27	174
Middle management	380	100	480
Supervisors	1,139	234	1,373
Operational employees & others	14,794	3,516	18,310
<b>Total</b>	<b>16,460</b>	<b>3,877</b>	<b>20,337</b>

Professional category	No. of employees end of year		
	2016		
	Men	Women	Total
Top management	130	20	150
Middle management	308	61	369
Supervisors	882	189	1,071
Operational employees & others	13,404	3,301	16,705
<b>Total</b>	<b>14,724</b>	<b>3,571</b>	<b>18,295</b>

**b) Other results**

The detail of the other results for 2017 and 2016 relates mainly to extraordinary termination benefits due to restructuring, start-up costs, and changes in fair value of considerations in business combinations.

c) *Fees paid to auditors*

In 2017 and 2016 the fees billed for financial audit and other services provided by the auditor of the Group's consolidated financial statements, Deloitte, S.L., and by firms in the Deloitte organisation, and the fees billed by the auditors of the separate financial statements of the consolidated companies, and by companies related to these auditors as a result of a relationship of control, common ownership or common management, were as follows (in thousands of euros):

2017

	Fees for services provided by the principal auditor	Fees charged by other audit firms
Audit services	1,944	365
Other attest services	199	-
<b>Total audit and related services</b>	<b>2,143</b>	<b>365</b>
Tax advice	288	
Other services	96	
<b>Total professional services</b>	<b>2,527</b>	

2016

	Fees for services provided by the principal auditor	Fees charged by other audit firms
Audit services	1,954	360
Other attest services	226	-
<b>Total audit and related services</b>	<b>2,180</b>	<b>360</b>
Tax advice	166	
Other services	12	
<b>Total professional services</b>	<b>2,358</b>	

**22. Financial result**

The detail of the financial loss in 2017 and 2016 is as follows:

	Thousands of Euros	
	2017	2016
<b>Finance Income:</b>		
Other finance income by third parties	1,339	1,300
Exchange differences	-	993
<b>Total finance income</b>	<b>1,339</b>	<b>2,293</b>
<b>Finance costs:</b>		
Borrowing costs relating to syndicated loan (Note 14)	(16,858)	(16,826)
Other finance costs paid to third parties	(3,821)	(4,033)
Exchange differences	(2,128)	-
<b>Total finance costs</b>	<b>(22,807)</b>	<b>(20,859)</b>
<b>Financial result</b>	<b>(21,468)</b>	<b>(18,566)</b>

### 23. Information on the environment

In view of the business activities carried on by the Group, it does not have any environmental liability, expenses, assets, provisions or contingencies that might be material with respect to its equity, financial position or results. Therefore, no specific disclosures relating to environmental issues are included in these notes to the consolidated financial statements.

The Parent's Directors consider that the environmental risks which might arise from its business activities are minimal and, in any event, adequately covered, and that no additional liabilities will arise in connection with these risks. The Group did not incur significant expenses or receive environment-related grants in 2017 or 2016.

### 24. Proposal of allocation of profit/loss

The proposed allocation of the Parent's net profit, formulated by the Board of Directors and will be presented at the next Parent's Annual General Meeting of the Shareholders, for 2017 is as follows:

	Thousands of Euros
<b>Basis of allocation:</b>	
Profit for the year	31,059
	<b>31,059</b>
<b>Allocation:</b>	
To dividends	18,592
To legal reserve	260
To unrestricted reserves	12,207
<b>Total</b>	<b>31,059</b>

The proposed dividend of EUR 18,592 thousand corresponds to a gross amount of EUR 0.13 per share.

### 25. Segmented information

At 31 December 2017, the Group operates through four operating divisions and a holding division, each of which is considered to be a segment for financial reporting purposes.

The main fourth operating segments are as follows:

- Applus+ Energy & Industry provides non-destructive testing, quality control and accreditation services, project management, supplier inspection, facility inspection and asset certification and integrity services. It also provides qualified staff recruitment and hiring services for the oil and gas, aircraft, energy, mining, telecommunications and construction industries.
- Applus+ Laboratories: offers a wide range of laboratory testing, system certification, product development services across various industries and electronic payment systems, including the aerospace and industrial sectors.
- Applus+ Automotive: offers mandatory vehicle roadworthiness testing services, verifying vehicles' compliance with safety and emissions regulations in force in the various countries in which it operates.
- Applus+ IDIADA: offers design, engineering, testing and certification services mainly to car manufacturers.



a) *Financial information by segment:*

The financial information, by segment, in the consolidated statement of profit or loss for 2017 and 2016 is as follows (in thousands of euros):

2017

	Applus+ Energy &Industry	Applus+ Laboratories	Applus+ Automotive	Applus+ IDIADA	Others	Total
Revenue	1,009,757	64,514	310,719	197,960	144	1,583,094
Operating expenses	(930,917)	(57,805)	(252,016)	(174,004)	(25,310)	(1,440,052)
<b>Adjusted Operating Profit</b>	<b>78,840</b>	<b>6,709</b>	<b>58,703</b>	<b>23,956</b>	<b>(25,166)</b>	<b>143,042</b>
Amortisation of non-current assets identified in business combinations (Note 5)	(20,951)	(1,427)	(25,585)	(2,160)	-	(50,123)
Remuneration plans (Note 29)						(3,692)
Impairment and gains or losses on disposal of non-current assets and other results						(7,072)
<b>Operating Profit</b>						<b>82,155</b>

2016

	Applus+ Energy &Industry	Applus+ Laboratories	Applus+ Automotive	Applus+ IDIADA	Others	Total
Revenue	1,052,586	60,734	293,335	179,629	212	1,586,496
Operating expenses	(972,831)	(54,669)	(235,972)	(157,390)	(24,486)	(1,445,348)
<b>Adjusted Operating Profit</b>	<b>79,755</b>	<b>6,065</b>	<b>57,363</b>	<b>22,239</b>	<b>(24,274)</b>	<b>141,148</b>
Amortisation of non-current assets identified in business combinations (Note 5)	(20,951)	(1,427)	(23,089)	(2,160)	-	(47,627)
Remuneration plans (Note 29)						(11,076)
Impairment and gains or losses on disposal of non-current assets and other results						(5,116)
<b>Operating Profit</b>						<b>77,329</b>

The Adjusted Operating Profit is the operating profit before the amortisation charge of the intangible assets allocated in the business combinations (see Note 5), the costs of the remuneration plans related to the Initial Public Offering (see Note 29) and the impairment and gains or losses on disposal of non-current assets and other results (see Note 21.b).

The remuneration plans include the charge of the historical management incentive plan as disclosed in the Initial Public Offering that are included under "Staff Costs" in the consolidated statement of Profit or Loss (see reconciliation in the Management Report). These remuneration plans relate mainly to the "Other" segment.

The other results are included under "Impairment and gains or losses on disposal of non-current assets" and "Other results" in the consolidated statement of Profit or Loss.

The "Other" segment includes the financial information corresponding to the Applus Group's holding activity.

The finance costs were allocated mainly to the "Other" segment as it is the holding companies that have bank borrowings (see Note 14).

The non-current assets and liabilities, by business segment, at the end of 2017 and 2016 are as follows (in thousands of euros):

**2017**

	<b>Applus+ Energy &amp;Industry</b>	<b>Applus + Laboratories</b>	<b>Applus + Automotive</b>	<b>Applus + IDIADA</b>	<b>Other</b>	<b>Total</b>
Goodwill	252,618	37,999	206,755	56,229	1,260	<b>554,861</b>
Other intangible assets	218,081	21,819	302,442	37,223	2,332	<b>581,897</b>
Property, plant and equipment	75,733	12,426	90,382	28,552	3,303	<b>210,396</b>
Non-current financial assets	8,707	424	1,811	645	210	<b>11,797</b>
Deferred tax assets	24,336	852	6,646	1,306	38,793	<b>71,933</b>
<b>Total non-current assets</b>	<b>579,475</b>	<b>73,520</b>	<b>608,036</b>	<b>123,955</b>	<b>45,898</b>	<b>1,430,884</b>
<b>Total liabilities</b>	<b>246,329</b>	<b>29,956</b>	<b>206,178</b>	<b>86,236</b>	<b>640,393</b>	<b>1,209,092</b>

**2016**

	<b>Applus+ Energy &amp;Industry</b>	<b>Applus + Laboratories</b>	<b>Applus + Automotive</b>	<b>Applus + IDIADA</b>	<b>Other</b>	<b>Total</b>
Goodwill	261,629	32,251	183,948	56,390	1,263	535,481
Other intangible assets	241,655	23,100	226,824	40,106	1,872	533,557
Property, plant and equipment	81,715	11,184	100,475	23,353	318	217,045
Non-current financial assets	9,828	121	1,677	742	202	12,570
Deferred tax assets	33,379	929	9,535	1,418	41,938	87,199
<b>Total non-current assets</b>	<b>628,206</b>	<b>67,585</b>	<b>522,459</b>	<b>122,009</b>	<b>45,593</b>	<b>1,385,852</b>
<b>Total liabilities</b>	<b>290,162</b>	<b>30,575</b>	<b>157,766</b>	<b>73,558</b>	<b>786,453</b>	<b>1,338,514</b>

The bank borrowings were allocated to the "Other" segment as it is the holding companies that have bank borrowings (see Note 14).

The additions to intangible assets and also to property, plant and equipment, by business segment, in 2017 and 2016 are as follows (in thousands of euros):

	<b>Applus+ Energy &amp; Industry</b>	<b>Applus+ Laboratories</b>	<b>Applus+ Automotive</b>	<b>Applus+ IDIADA</b>	<b>Other</b>	<b>Total</b>
<b>Capex 2017</b>	23,738	4,436	14,092	12,277	4,488	<b>59,031</b>
<b>Capex 2016</b>	24,303	3,801	13,482	10,685	1,463	<b>53,734</b>

**b) Financial information by geographic segment:**

Since the Group has presence in several countries, the information has been grouped geographically.

The sales, by geographical area, in 2017 and 2016, were as follows:

	Thousands of Euros	
	2017	2016
Spain	311,284	292,581
Rest of Europe	440,701	440,380
US and Canada	338,747	321,623
Asia and Pacific	176,614	197,799
Middle East and Africa	174,579	190,163
Latin America	141,169	143,950
<b>Total</b>	<b>1,583,094</b>	<b>1,586,496</b>

The non-current assets, by geographical area, in 2017 and 2016, are as follows (in thousands of euros):

Total non-current assets	Spain	Rest of Europe	US and Canada	Asia-Pacific	Latin America	Middle East and Africa	Total
<b>31 December 2017</b>	743,368	295,755	234,488	74,283	75,135	7,855	<b>1,430,884</b>
<b>31 December 2016</b>	648,432	313,859	275,904	87,464	51,743	8,450	<b>1,385,852</b>

**26. Operating leases**

The Group holds the right of use of certain assets through finance leases (see Note 7) and operating leases. The most significant operating leases relate to the lease of premises and vehicles and to royalties payable for the various concessions operated by the Group.

The expenses incurred by the Group in 2017 in relation to rent and royalties amounted to EUR 104,740 thousand (2016: EUR 103,301 thousand).

At the end of 2017 and 2016 the Group had contracted with lessors for the following minimum lease payments, based on the leases currently in force, without taking into account the charging of common expenses, future increases in the Consumer Price Inflation (CPI) or future contractual lease payment revisions (in thousands of euros), not including the expenses for royalties available to the Group:

Operating leases	2017	2016
Within one year	54,171	49,364
Between one and five years	82,139	142,335
After five years	53,280	17,952
<b>Total</b>	<b>189,590</b>	<b>209,651</b>

The accompanying table does not include the amounts of the royalties committed for the next few years that are subject to a percentage of the revenue or the investments made. In 2017 the expense relating to royalties totalled EUR 38,987 thousand (2016: EUR 40,946 thousand).

## **27. Obligations acquired and contingencies**

### **a) Guarantees and obligations acquired**

The Group had provided guarantees required by the business activities of the Group companies totalling EUR 102.6 million (31 December 2016: EUR 100.8 million), as shown in the following detail by business unit (in millions of euros):

<b>Guarantees provided</b>	<b>Applus+ Energy &amp; Industry</b>	<b>Applus+ Laboratories</b>	<b>Applus+ Automotive</b>	<b>Applus+ IDIADA</b>	<b>Other</b>	<b>Total</b>
31 December 2017	64.1	7.1	26.5	4.7	0.2	<b>102.6</b>
31 December 2016	65.8	6.7	22.8	5.3	0.2	<b>100.8</b>

There are guarantees included in Applus+ Laboratories, Applus Automotive and Applus+ IDIADA divisions amounting to EUR 18.3 million (31 December 2016: EUR 18.3 million) provided to the Catalonia Autonomous Community Government in connection with the incorporation of the subsidiaries IDIADA Automotive Technology, S.A. and LGAI Technological Center, S.A and with the management of vehicle roadworthiness testing service.

The guarantees provided by Applus+ Energy&Industry relate mainly to guarantees provided to companies or public-sector agencies as provisional or final guarantees to submit bids or to assume liability for contracts awarded.

The Group also has certain obligations and guarantees under the financing agreement (see Notes 14.a.1 and 14.a.2). These obligations include reporting obligations relating to the Group's financial statements and business plans; the obligation to take certain measures such as guaranteeing accounting closes, refrain from performing certain transactions without the consent of the lender, such as certain mergers, changes of business activity, share redemptions, and the financial obligation to achieve certain financial ratios, among others.

The Parent's Directors do not expect any material liabilities as a result of the transactions described in this Note and in addition to those recognised in the accompanying consolidated statement of financial position.

### **b) Contingencies**

#### **b.1. Auto Catalonia**

Current legislation on access to the provision of the vehicle roadworthiness testing activities (ITV) stipulates a quota-bound administrative authorisation system, which was challenged by certain operators on the basis that the Services Directive should be applicable and hence, a free market be set.

In line with the Judgment given by the European Court of Justice (in the Reference for preliminary ruling from the Spanish Supreme Court), which concluded that the Services Directive does not apply to roadworthiness testing activities as those are part of "services in the field of transport" falling within the scope of Title VI of the UE Treaty, the Supreme Court confirmed in its judgments of 21 April and 6 May 2016 that the Catalan ITV regime and the authorizations granted in 2010 to the Group until 2035, were in conformity with applicable law and additionally that restrictions on the maximum market share and minimum distance between roadworthiness testing centres of a single operator were void (as these restrictions to the freedom of establishment were not justified).

By judgment of 25 April 2016, the Supreme Court declared null the call for tender to access the authorization of new roadworthiness testing centers provided as established under the territorial plan, as it included the restrictions of maximum market share and minimum distance between vehicle roadworthiness testing centres licensed to the same undertaking, which had been declared void.

In addition, in the referred judgment of May 6, 2016, the Supreme Court declared void the Disposición Adicional Segunda of the Decree 30/2010 that provided for the right to use the assets and rights owned by the Administration by those operators who had been originally concessionaries, as well as the Order regulating the economic consideration for the use of such assets (in a judgment of 4 May 2016). As a result, in another litigation opened before the High Court of Justice of Catalonia (TSJC), the latter has issued a judgment on 24 April 2017, declaring void the Instruction of the General Director of Energy, Mines and Industrial Safety defining the criteria set to define the economic consideration for the use of said public assets. Applus has appealed this Judgment of the TSJC before the Supreme Court of Spain.

The Parent Company's Directors believe that the 2016 judgments of the Supreme Court confirmed the validity of the roadworthiness testing activities' regime in Catalonia - quota authorization- as well as the titles upon which Applus operates in that territory, however the Generalitat de Catalunya (Autonomous Government of Catalonia) shall implement the appropriate measures to comply with the TS judgments referred to above.

#### *b.2 Other contingencies*

Certain subsidiaries of the Group are facing a number of lawsuits from former employees regarding the amount of hours of over-time worked. In any case, the impact of these lawsuits would not be significant for the attached consolidated financial statements. The Parent Company's Directors consider that the outcome of all above proceedings will not entail material additional liabilities to those in the consolidated financial statements at 31 December 2017.

At 2017 year-end, the Parent's Directors were not aware of any significant claims brought by third parties or of any ongoing legal proceedings against the Group that, in their opinion, could have a material impact on these consolidated financial statements.

### **28. Transactions and balances with related parties**

For the purposes of the information in this section, related parties are considered to be:

- The significant shareholders of Applus Services, S.A., are understood to be shareholders holding directly or indirectly 3% or more of the shares, and shareholders which, without being significant, have exercised the power to propose the appointment of a member of the Parent's Board of Directors.
- The Directors and Senior Executive, as well close members of those persons' family. "Director" means a member of the Board of Directors and "Senior Executive" means persons reporting directly to the Board or to the Chief Executive Officer (CEO) of the Group.
- Associates of the Group.

The transactions between the Parent and its subsidiaries were eliminated on consolidation and are not disclosed in this Note.

The transactions between the Group and its related companies disclosed below, are performed at arm's length and in line with market conditions.

Transactions with related companies

In 2017 and 2016 the Parent and its subsidiaries performed the following transactions with related companies:

	Thousands of Euros					
	2017			2016		
	Operating revenue	Procurements	Other expenses	Operating revenue	Procurements	Other expenses
Velosi L.L.C.	1,267	80	107	3,870	99	64
Velosi (B) Sdn Bhd	243	-	12	-	-	-
Oman Inspection and Certification Services, LLC.	6	500	-	-	-	-
<b>Total</b>	<b>1,516</b>	<b>580</b>	<b>119</b>	<b>3,870</b>	<b>99</b>	<b>64</b>

The transactions with related companies correspond to commercial transactions.

The transactions and balances between the Applus Group and related parties (Directors and Senior Executives) are detailed in Note 29.

During 2017 and 2016 there have not been any transactions nor are there any significant amounts outstanding at year end, with significant shareholders.

Balances with related companies

a) Receivables from related companies:

	Thousands of Euros	
	Trade receivables from related companies	
	31/12/17	31/12/16
Velosi LLC	3,654	1,536
Velosi (B) Sdn Bhd	308	162
Oman Inspection and Certification Services, LLC.	7	-
<b>Total</b>	<b>3,969</b>	<b>1,698</b>

b) Payables to related companies:

	Thousands of Euros	
	Trade and other payables to related companies	
	31/12/17	31/12/16
Velosi LLC	16	3
Velosi (B) Sdn Bhd	5	-
Oman Inspection and Certification Services, LLC.	500	-
<b>Total</b>	<b>521</b>	<b>3</b>

## 29. Disclosures on the Board of Directors and the Senior Executives

### Remuneration of and obligations to the Board of Directors

The detail of the remuneration (social benefits included) earned by the Executive Director and the Parent's Directors at 2017 and 2016 year-end is as follows:

a) Annual remuneration:

	Thousands of Euros					
	31/12/17			31/12/16		
	Executive Director	Members of the Board of Directors	Total	Executive Director	Members of the Board of Directors	Total
Fixed remuneration	650	-	650	650	-	650
Variable remuneration	325	-	325	325	-	325
Other items	40	-	40	41	-	41
Non Executive Chairman and Independent Directors	-	560	560	-	483	483
Corporate Social Security Committee	-	50	50	-	50	50
Appointments & Compensation Committee	-	70	70	-	56	56
Audit Committee	-	70	70	-	59	59
<b>Total</b>	<b>1,015</b>	<b>750</b>	<b>1,765</b>	<b>1,016</b>	<b>648</b>	<b>1,664</b>

In 2017 and 2016 the Executive Director and the members of the Board of Directors did not earn or receive any termination benefits or pension plan contributions.

b) Long-term incentive ("LTI"):

Additionally, on 22 June 2016 the Parent's General Meeting approved a long-term incentive plan ("LTI") whereby the Executive Director will receive annually PSUs (Performance Stock Units) convertible into shares of the Parent within three years of the grant date. The first conversion is scheduled for February 2019 for the first incentive. In principle, the PSUs amount to 60% of their annual fixed remuneration; however, subject to the degree of achievement of the financial parameters, this amount may range from 0% to 120%. The financial parameters are the Total Shareholder Return and the Adjusted Earnings Per Share.

For the purposes of the statement of profit or loss (pursuant to IFRS 2), a degree of achievement of 60% of the Executive Director's fixed remuneration has been considered.

Executive Director	31/12/16	31/12/17	31/12/18	31/12/19	31/12/20	Total
Long-term incentive (PSUs):						
Number of PSUs delivered	44,931	36,449				<b>81,380</b>
PSU delivery date	July 16	February 17				
Share value on PSU delivery date (euros)	8.68	10.70				
Date of conversion into shares				February 19	February 20	
Number of PSUs convertible into shares				44,931	36,449	<b>81,380</b>

Impact on profit or loss	2016	2017	2018	2019	Total
Vesting period (months)	12 months	12 months	12 months	12 months	
Impact on profit or loss (thousands of euros)	130	260	260	130	<b>780</b>

c) Remuneration related to the Group's Initial Public Offering (IPO):

The Executive Director was a beneficiary of the Economic Incentive Plan remuneration system. This remuneration system comprised (i) a Cash-Settled Economic Incentive, paid in 2014; and (ii) the RSU (Restricted Stock Units)-Settled Economic Incentive which consisted of the delivery free of charge of a certain number of RSUs. This plan was completed once the last delivery of shares in May 2017.

Pursuant to IFRS 2, the impact on the consolidated statement of profit or loss relates to the gross number of RSUs multiplied by the value of the share when the plan was arranged (on IPO), i.e. EUR 14.5 per share. Therefore the annual cost in 2017 amounted to EUR 1,899 thousand (EUR 5,698 thousand in 2016). Any difference between the fair value and the purchase value of the shares is recognised in equity.

In accordance with the vesting schedule, on 9 May 2017 the Executive Director received 221,804 shares. This amount of 221,804 shares is the result of applying the withholding tax to the gross amount agreed of 392,990 RSUs convertible into shares.

At 31 December 2017, no loans or advances had been granted to the members of the Parent's Board of Directors.

No material pension or life insurance obligations were incurred on behalf of the members of the Parent's Board of Directors.

Lastly, Applus Services, S.A. took out a third-party liability insurance policy. The insureds under this policy are the directors and executives of the Group companies the Parent of which is Applus Services, S.A. The directors of Applus Services, S.A. are included among the insureds of this policy. The premium paid in 2017 for this insurance policy amounted to EUR 46 thousand (2016: EUR 46 thousand).

The Parent's Board of Directors at 31 December 2017 is made up of 8 men and 1 woman (8 men and 1 woman at 31 December 2016).

Remuneration of and obligations to Senior Executives

At 1<sup>st</sup> January 2017, the Group has modified its organizational structure and has changed the definition of Senior Executives, as a consequence. The internal auditor is considered as Senior Executives, as defined in current accounting legislation and, in particular, in the Report of the Special Working Group on the Good Governance of Listed Companies published by the Spanish National Securities Market Commission (CNMV) on 16 May 2006.

The breakdown of the remuneration earned in 2017 and 2016 by the Group's Senior Executives is as follows:

a) Annual remuneration:

	Thousands of Euros	
	2017	2016
Fixed remuneration	3,428	2,220
Variable remuneration	1,109	786
Other items	546	282
Termination benefits	-	-
Pension plans	109	81
<b>Total</b>	<b>5,192</b>	<b>3,369</b>

In addition to the variable remuneration of EUR 1,109 thousand, Senior Executives are the beneficiary of a variable remuneration plan comprising the annual delivery of a fixed number of RSUs. The plan is approved annually by the Appointments and Compensation Committee and ratified by the Parent's Board of Directors. At 2017 year-end three plans had been approved and ratified, as follows:

On 24 February 2015, the delivery to Senior Executives of 67 thousand RSUs was approved and ratified. This amount relates to Senior Executives, as defined in 2015. The related shares will be delivered in March 2016 (30%), 2017 (30%) and 2018 (40%).



On 23 February 2016, the additional delivery to Senior Executives of 107 thousand RSUs was approved and ratified. This amount relates to Senior Executives, as defined in 2016. The related shares will be delivered in March 2017 (30%), 2018 (30%) and 2019 (40%).

On 22 February 2017, the additional delivery to Senior Executives of 85 thousand RSUs was approved and ratified. The related shares will be delivered in March 2018 (30%), 2019 (30%) and 2020 (40%). The aforementioned plan was awarded to management personnel in accordance with the new organisational structure.

Senior Executives	31/12/15	31/12/16	31/12/17	31/12/18	31/12/19	31/12/2020 31/12/20	Total
Long-term incentive (RSUs)							
Number of RSUs delivered (*)	67,220	106,594	85,350				259,164
RSU delivery date	March 15	March 16	March 17				
Share value at RSU delivery date (euros)	10.18	7.13	10.70				
Date of conversion into shares		March 16	March 17	March 18	March 19	March 20	
Gross number of RSUs convertible into shares		20,166	52,144	84,471	68,243	34,140	259,164
Number of RSUs delivered (net of withholding tax) or cash equivalent (*)		12,418	39,834				52,252

(\*) To Senior Executives, as defined in every moment.

Impact on profit or loss	2015	2016	2017	2018	2019	2020	Total
Vesting period (months)	10 months	12 months	12 months	12 months	12 months	2 months	
Impact on profit or loss (thousands of euros)	171	395	842	698	414	61	2,582

Based on the vesting schedule, Group Senior Executives received 39,834 shares in March 2017 (12,418 shares in 2016). These 39,834 shares are the result of applying the withholding tax corresponding to the amount agreed with each executive.

b) Multiannual remuneration and long-term incentive:

On 21 July 2016, the Board of Directors resolved to replace the Multiannual Incentive (in place until this date) with the Long-term incentive. The LTI comprises two share-based payment systems, the PSUs system and the RSUs system, both convertible into shares within a vesting period of three years from the grant date, the first conversion being scheduled for February 2019 for the first incentive. In particular, the PSU system determines that the number of shares to ultimately be delivered to the executive will depend on the following financial parameters the Total Shareholder Return and the Adjusted Earnings per Share.

Senior Executives	31/12/16	31/12/17	31/12/18	31/12/19	31/12/20	Total
RSUs + PSUs-settled long-term incentive						
Number of RSUs + PSUs delivered	83,794	67,990				151,784
RSU + PSU delivery date	October 16	February 17				
Share value at RSU + PSU delivery date (euros)	8.68	10.70				
Date of conversion into shares				February 19	February 20	
Number of PSUs convertible into shares				83,794	67,990	151,784

Impact on profit or loss	2016	2017	2018	2019	Total
Vesting period (months)	12 months	12 months	12 months	12 months	
Impact on profit or loss (thousands of euros)	242	485	485	242	1,454

c) Remuneration in relation to the Group's Initial Public Offering:

Eight members of current Group Senior Executives were beneficiaries of the Economic Incentive Plan remuneration system until 2017. This remuneration system consisted of (i) the Cash-Settled Economic Incentive, paid in 2014; and (ii) the RSU-settled Economic Incentive, which consisted of the delivery free of charge of a certain number of RSUs. The plan expired with the last delivery of shares in May 2017.

Pursuant to IFRS 2, the impact on the consolidated statement of profit or loss relates to the gross number of RSUs multiplied by the value of the share when the plan was arranged (on IPO), i.e. EUR 14.5 per share. The annual cost in 2017 amounted 1.796 thousand of euros (5.387 thousand of euros in 2016).

In accordance with the vesting schedule, on 9 May 2017 the Group's executives received 230,973 shares under the terms of the Incentive Plan. The total of 230,973 shares is the result of applying the withholding tax corresponding to each executive to the gross amount agreed upon in the Incentive Plan of 463,256 RSUs.

In addition, life insurance policies have been taken out for certain Senior Executives and such costs are classified under "Other Amounts" in the preceding tables.

At 31 December 2017 the Group's Senior Executive was composed of 15 men and 3 women (10 men and 1 woman at 31 December 2016).

Information relating to conflicts of interest on the part of the Parent's Directors

It is hereby stated that the Parent's Directors, their individual representatives and the persons related thereto do not hold any investments in the share capital of companies engaging in identical, similar or complementary activities to those of the Group or hold positions or discharge duties thereat, other than those held or discharged at the Applus Group companies, that could give rise to a conflict of interest as established in Article 229 of the Spanish Limited Liability Companies Law.

**30. Events after the reporting period**

In 2018 and until the date of authorisation for issue of these consolidated financial statements, no relevant events took place which must be included in the notes to the consolidated financial statements or that significantly change or have a material effect on these consolidated financial statements for 2017.

**31. Explanation added for translation to English**

These consolidated financial statements are presented on the basis of the regulatory financial reporting framework applicable to the Group (see Note 2.a). Certain accounting practices applied by the Group that conform with that regulatory framework may not conform with other generally accepted accounting principles and rules.

## Applus Services, S.A. and Subsidiaries

### Management Report to the Consolidated Financial Statements for 2017

Dear Shareholders:

We are pleased to submit to you this report on the Group's performance in 2017 and on its progress up to the present date.

#### Overview of Performance

The financial performance of the Group is presented in an "adjusted" format alongside the statutory ("reported") results. The adjustments are made in order that the underlying financial performance of the business can be viewed and compared to prior periods by removing the financial effects of other results.

Where stated, organic revenue and profit is adjusted for acquisitions or disposals in the prior twelve month period and is stated at constant exchange rates, taking the current year average rates used for the income statements and applying them to the results in the prior period.

In the table below the adjusted results are presented alongside the statutory results.

EUR Million	FY 2017			FY 2016			+/- % Adj. Results
	Adj. Results	Other results	Statutory results	Adj. Results	Other results	Statutory results	
<b>Revenue</b>	<b>1,583.1</b>		<b>1,583.1</b>	<b>1,586.5</b>	-	<b>1,586.5</b>	<b>(0.2)%</b>
<b>Ebitda</b>	<b>187.3</b>	<b>(3.7)</b>	<b>183.6</b>	<b>187.9</b>	<b>(11.1)</b>	<b>176.8</b>	<b>(0.3)%</b>
<b>Operating Profit</b>	<b>143.0</b>	<b>(60.9)</b>	<b>82.2</b>	<b>141.1</b>	<b>(63.8)</b>	<b>77.3</b>	<b>1.4%</b>
Net financial expenses	(21.5)	0.0	(21.5)	(18.6)	0.0	(18.6)	
Share of profit of associates	0.6	0.0	0.6	1.7	0.0	1.7	
<b>Profit Before Taxes</b>	<b>122.2</b>	<b>(60.9)</b>	<b>61.3</b>	<b>124.3</b>	<b>(63.8)</b>	<b>60.5</b>	<b>(1.7)%</b>
Income tax	(29.4)	11.7	(17.7)	(31.6)	11.1	(20.5)	
Extraordinary income tax	0.0	2.0	2.0	0.0	(11.4)	(11.4)	
Non controlling interests	(10.0)	0.0	(10.0)	(9.0)	0.0	(9.0)	
<b>Net Profit</b>	<b>82.8</b>	<b>(47.2)</b>	<b>35.6</b>	<b>83.7</b>	<b>(64.1)</b>	<b>19.5</b>	<b>(1.0)%</b>
Number of Shares	133,267,174		133,267,174	130,016,755		130,016,755	
<b>EPS, in Euros</b>	<b>0.621</b>		<b>0.267</b>	<b>0.644</b>		<b>0.150</b>	<b>(3.5)%</b>
<i>Income Tax/PBT</i>	<i>(24.1)%</i>		<i>(28.9)%</i>	<i>(25.4)%</i>		<i>(34.0)%</i>	

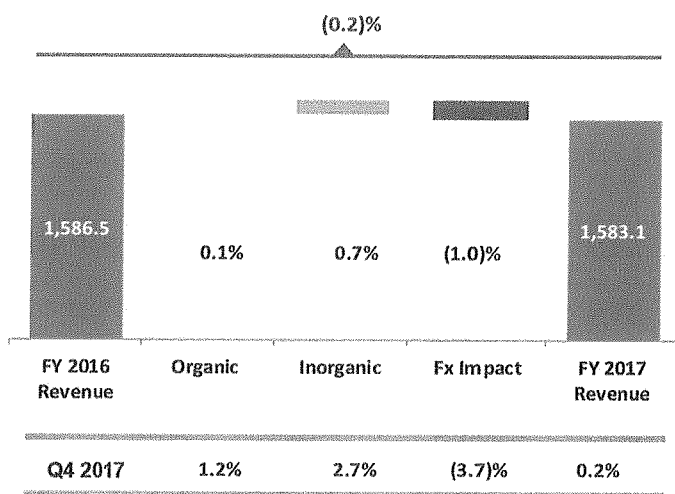
The figures shown in the table above are rounded to the nearest €0.1 million

Other results of €60.9 million (2016: €63.8m) in operating profit represent a €3.7 million (2016: €11.1m) charge in the historical management incentive plan as disclosed at the IPO affecting EBITDA, amortisation of acquisition intangibles of €50.1 million (2016: €47.6m), restructuring costs of €5.4 million (2016: €5.3m), transaction costs of €0.9 million (2016: nil) and other items that net to a loss of €0.8 million (2016: €0.2m gain). Tax of €11.7 million (2016: €11.1m) relates to the positive tax impact on Other results. There was a further Extraordinary tax income of €2.0 million in 2017 due to tax legislation changes in USA and in 2016 there was an Extraordinary tax charge of €11.4m due to tax legislation changes in Spain.

## Revenue

Revenue for the year of €1,583.1 million was lower by 0.2% compared to the previous year.

Revenue bridge in € million:



At constant exchange rates, revenue was up by 0.8% made up of an organic revenue increase of 0.1% and a positive contribution from acquisitions of 0.7%. The negative impact of currency translation reduced reported revenue by 1.0% mainly as a result of the weak US dollar, British pound and Argentinian peso against the Euro.

In the final quarter of the year, revenue was up 0.2% from organic revenue growth of 1.2%, acquisition growth of 2.7% offset by negative currency impact of 3.7%. The organic revenue increase in the final quarter was the highest in the year and also the highest in the previous three years and follows a trend of gradually improving revenue throughout the year.

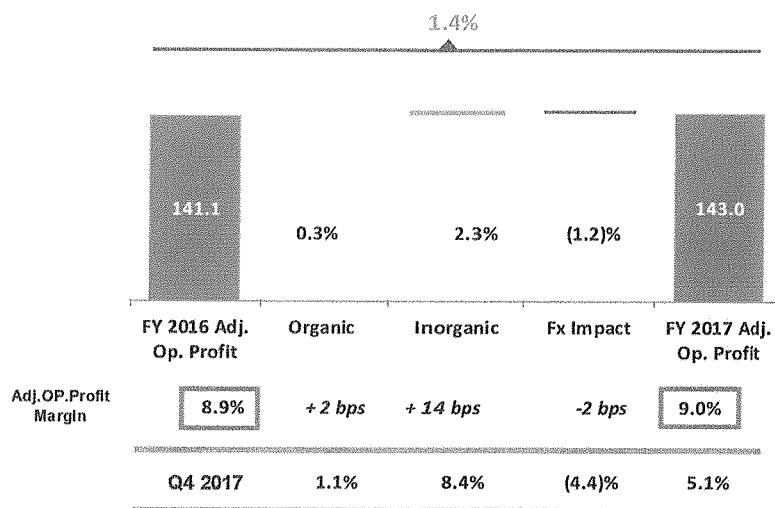
The flat organic revenue for the year was a result of a decline in the largest division of Energy & Industry that is highly exposed to the oil and gas industry where conditions have been challenging. The other divisions of the Group grew well and offset the decline in Energy & Industry.

Revenue of 0.7% in the year came from three acquisitions made in 2017 within the Group. In the Automotive division, the Group acquired an 80% stake in Inversiones Finisterre, a specialist vehicle inspections business with operations in Spain and Costa Rica, for €89 million. In addition, in the Laboratories division there were three small acquisitions.

## Adjusted Operating Profit

Adjusted operating profit for the year was €143.0 million, an increase of 1.4% on the prior year.

Adjusted Operating Profit bridge in € million:



At constant exchange rates, adjusted operating profit increased by 2.6% made up of an organic increase of 0.3% plus a contribution from acquisitions of 2.3%. Operating profit was negatively impacted in the year to a similar degree as revenue at 1.2% as a result of the weaker foreign currencies against the Euro.

The resulting adjusted operating profit margin was 9.0%, which was up by 14 bps from 8.9% in the prior year. The margin increase was as a result of the higher margin revenue from the acquisitions whilst the organic margin performed well to remain level in a challenging environment faced by the Energy & Industry division in its oil and gas exposed business.

## Other Financial Indicators

The reported operating profit was €82.2 million in the year, 6.2% higher than the prior period.

The net financial expense in the profit and loss increased to €21.5 million in 2017 from €18.6 million in 2016 due to a foreign exchange loss of €2.1 million in 2017 compared to a foreign exchange gain of €1.0 million in 2016. Excluding the movements in foreign exchange, the underlying interest charge was level with the prior year.

Profit before tax on an adjusted basis was 1.7% lower than the previous year at €122.2 million (2016: €124.3m) and the reported profit before tax was 1.4% higher than the previous year at €61.3 million (2016: €60.5m).

There was an extraordinary income tax benefit of €2.0 million related mainly to the change in US corporation taxes which has had the effect of reducing the Company's deferred tax liabilities on the balance sheet. In December 2016, the Spanish Government introduced new tax legislation accelerating the reversal of impairment losses on subsidiaries that were deductible before 2013. According to the new legislation, the Group must return these deductions to the tax authority in the next five years in equal proportions, commencing in 2016. The Group recognised in 2016 the total amount to return resulting in an €11.4 million charge in 2016 as a one-off exceptional tax expense to cancel the benefits received in previous years. No further expense is expected under this legislation.

Excluding these two impacts and the tax related to Other results, the effective tax charge and rate on the adjusted profit before tax was slightly lower than for the prior year. The effective tax charge was €29.4 million (2016: €31.6m) giving a rate of 24.1% (2016: 25.4%).

The adjusted net profit for the year fell 1.0% from €83.7 million in 2016 to €82.8 million in 2017 despite the increase in adjusted operating profit and lower adjusted operating tax, due to the higher net financial expenses, non-controlling interests as well as lower income from Associates. The reported net profit for the year increased by 82% to €35.6 million from €19.5 million mainly due to the one-off changes in the statutory tax charges in both years as a result of the legislation changes.

The adjusted earnings per share was €0.621 which was 3.5% lower than the prior year. This was due to the decrease in the adjusted net profit of 1.0% and a higher average share count for the year following the issuance of 10.0% additional share capital in an equity accelerated book build offering at the end of September 2017.

### Cash Flow and Debt

The business continues to generate good cash flow with a cash conversion rate of 72.6% (2016: 95.1%).

Working capital increased €4.1 million corresponding to the flat revenue against 2016 when there was a working capital inflow of €44.6 million that following the revenue decline.

Net capital expenditure on expansion of existing and into new facilities was €47.2 million (2016: €53.7m) which represented 3.0% (2016: 3.4%) of Group revenue. This expenditure included the cost of acquiring new Automotive stations of €9.1 million (2016: €9.1m) less the proceeds from the disposals of old Automotive stations of €11.9 million (2016: nil). Excluding the net cost and proceeds of Automotive stations, the operational capital expenditure was €49.9 million (2016: €44.6m) and this represented 3.1% (2016: 2.8%) of Group revenue. The Group will continue to prioritise investing on capital items that produce good returns and expects this to continue at around 3% of revenue.

The adjusted operating cash flow was €136.0 million which was €42.7 million or 23.9% lower than that generated in 2016 and the adjusted free cash flow was €87.8 million, €41.3 million or 32.0% lower than that generated in 2016.

Net Debt, as defined by the Group's financial leverage covenant, reduced by €79.2 million to €523 million at the end of 2017. The reduction in the Net Debt was due to the good cash flow generated by the business plus the surplus cash following the €137.2 million from the cash proceeds of the equity accelerated book build offering, less the spend of €95.9 million on acquisitions in the year. The resulting financial leverage ratio calculated as Net Debt divided by EBITDA was 2.4x (2016: 3.2x).

In recognition of the good cash flow, comfortable financial leverage and future earnings and cash flow potential, the Board will propose to shareholders at the forthcoming Annual General Meeting, a dividend of 13 cents per share in line with the amount declared in the previous year. This is equivalent to €18.6 million (2016: €16.9m) and is 22.5% of the adjusted net income of €82.8 million (2016: €83.7m) as shown in the summary financial results table above. The Board will aim to continue to propose and pay an annual dividend distribution of approximately 20% of the annual adjusted net profit.

### Acquisition of Inversiones Finisterre and equity raise

On the 27<sup>th</sup> September 2017, the Group announced that it had agreed to acquire a majority stake in Inversiones Finisterre, a specialist statutory vehicle inspections business with operations in Spain and Costa Rica. The Group also announced an equity accelerated book build offering that raised €137 million by issuing 13 million shares, being 10% of the total number of shares at the time, at a price of €10.55 per share. The equity proceeds were used to finance the acquisition of 80% of Inversiones Finisterre that took place in November for €89 million with the surplus cash used to reduce the Group debt, reducing leverage and leaving the Group well positioned to make further acquisitions.

Inversiones Finisterre is a private company that manages four million vehicle inspections in Galicia and through a 55% subsidiary investment, in Costa Rica, under long term concession agreements with the respective Governments. The revenue from these concessions is highly visible and stable and in 2017 was €75 million with growth in the short to medium term expected to be in the low to mid-single digits. The acquisition is expected to be strongly earnings per share accretive from the first full year.

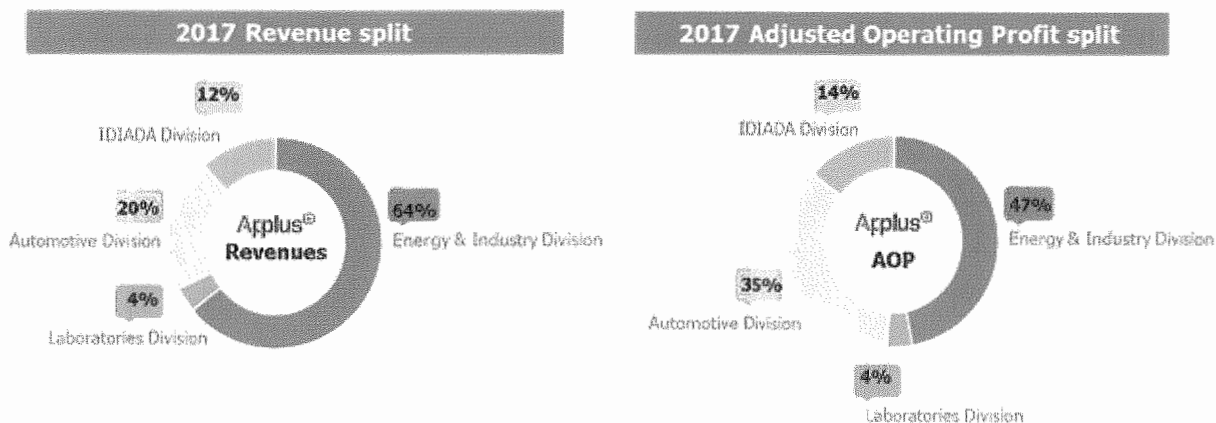
This acquisition reinforces the global leadership position of Applus+ in statutory vehicle inspections, increasing the annual inspection volume to 20 million vehicles under 28 separate programmes with a further two programmes currently in the process of being implemented.

### Outlook

The outlook for the year is for the oil & gas business to continue improving and the other business lines to also continue with their positive trend resulting in mid single digit organic revenue growth at constant exchange rates. Including the benefit of the acquisitions recently made, the revenue growth is expected to be around high single digits at constant exchange rates with an adjusted operating profit margin increase of between 70 and 100 basis points.

### Operating review by division

The Group operates through four global business divisions: Energy & Industry Division, Automotive Division, IDIADA Division and Laboratories Division, and the respective shares of 2017 revenue and adjusted operating profit are shown below.

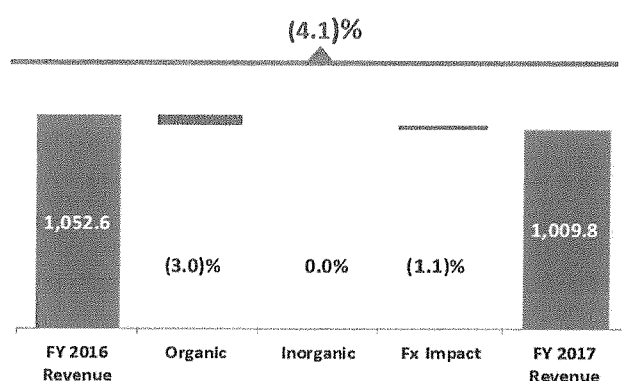


## Energy & Industry

The Energy & Industry Division is a leading global provider of non-destructive testing, inspection, quality assurance and quality control, project management, vendor surveillance, certification, asset integrity services and technical staffing services. The teams are made up of engineers and technicians with specialist skills focused on assisting companies to develop and control industry processes, protect assets, infrastructure and increased operational and environmental safety. They provide services for different industries such as oil & gas, power, construction, mining, aerospace, telecommunications.

Revenue for Energy & Industry for the year was €1,009.8 million, which was lower by 4.1% compared to the previous year.

Revenue bridge in € million:

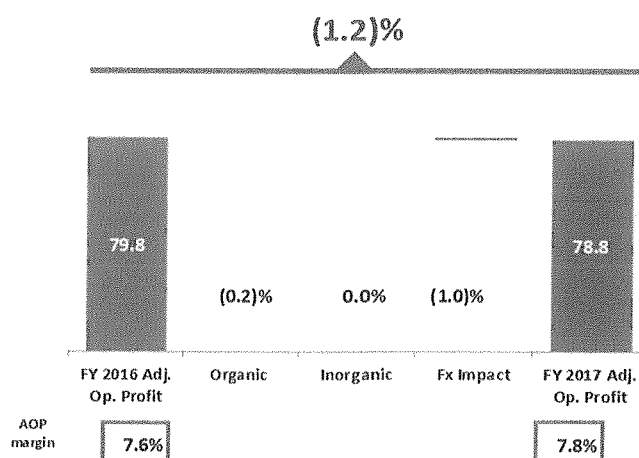


At constant exchange rates, organic revenue was down by 3.0%. The negative impact of currency translation reduced reported revenue by a further 1.1% mainly as a result of the weak US dollar and British pound against the Euro.

In the final quarter of the year, reported revenue was down by 6.3% due to the decline in organic revenue of 1.7% plus a negative currency impact of 4.6%. The organic revenue decline in the final quarter was the lowest quarterly decline in the year and follows a trend of gradually reducing decline over more than the last two years. This improving trend is expected to continue in 2018.

Adjusted operating profit for the year was €78.8 million, a decrease of €1.0 million or 1.2% on the prior year.

Adjusted Operating Profit bridge in € million:





At constant exchange rates, adjusted operating profit decreased by 1.2% made up of an organic decline of 0.2% plus a negative currency impact of 1.0%. The currency impact was in line with the currency impact on revenue.

The margin increased by 20 basis points in the year from 7.6% to 7.8%. The margin increase was mainly as a result of the successfully completed integration of the three former divisions that make up Energy & Industry and the resulting synergies and cost control in an environment of significant price pressure. Furthermore, the integration has opened up opportunities to cross-sell specialised services into new regions and package service offerings to clients in a more effective manner.

The part of the division that provides services to oil and gas infrastructure has faced challenging conditions for the last three years, although in some regions of the world, we saw an improvement in these conditions during the year and have returned to growth. Services to this end market fell at a high single digit rate for the year, with the trend moderating as the year progressed. The share of the division by revenue for oil and gas is now at around 60% coming down from 63% at the end of 2016.

The other part of this division that provides services to infrastructure in the power generation and distribution industry, utilities, telecom, mining and civil construction as well as non-destructive testing services to the aerospace industry performed well, continuing to grow at an average rate of mid-single digits. Opportunities to sell services for these industries in a wider range of countries have improved following the integration of the three former divisions that make up the Energy & Industry division.

North America accounting for over a quarter of the division by revenue in the year and mainly exposed to the upstream and pipeline oil and gas market was one of the strongest performing regions and grew well in the year with high single digit organic revenue growth in the second half. This improvement in revenue is due to an increase in call-out work for integrity and repairs and maintenance inspection and testing for new construction pipelines.

In Latin America accounting for 9% of the division by revenue and where there is a mix of services to different end markets, revenue declined in the year, mainly due to Colombia and Chile where there has been a general contraction in expenditure on new and existing infrastructure projects. Other countries in the region performed adequately, and encouragingly, Brazil and Mexico returned to growth.

In Northern Europe accounting for 19% of the division by revenue where there is a higher level of recurrent operational expenditure exposed business to the oil and gas industry, the revenue fell slightly in the year due to pricing pressure on the renewal of service contracts and reduced upstream work in the North Sea. The large international pipeline projects that are managed out of this region performed well.

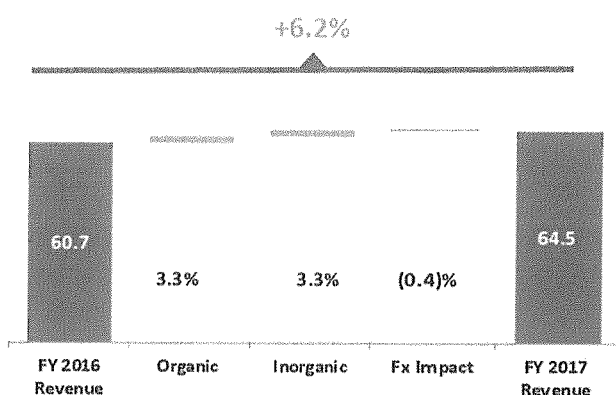
In Southern Europe, Africa, Middle East, Asia & Pacific accounting for 45% of the division by revenue in the period there was a mixed performance. In Africa and in Asia & Pacific, revenue decreased. There was a reduction in scope on a major African opex oil services contract that has reduced for the last two years. In Asia & Pacific, revenue was down due to the ending of some very large offshore capex contracts although this was mitigated by the commencement during the year of a large new seven year opex contract in Australia. In the Middle East revenue was up with a gain in market share. In Southern Europe growth was good driven by Power and Construction services in Spain.

## Laboratories

The Laboratories Division provides testing, certification and engineering services to improve product competitiveness and promote innovation. The division operates a network of multidisciplinary laboratories in Europe, Asia and North America. With its cutting-edge facilities and technical expertise, the services bring high added value to a wide range of industries, including aerospace, automotive, electronics, information technology and construction. In 2017, the Laboratories Division acquired three companies and expanded some testing facilities in order to reinforce its position in the automotive components, fire protection, and calibration sectors.

Revenue for Laboratories division for the year of €64.5 million was 6.2% higher than the previous year.

Revenue bridge in € million:

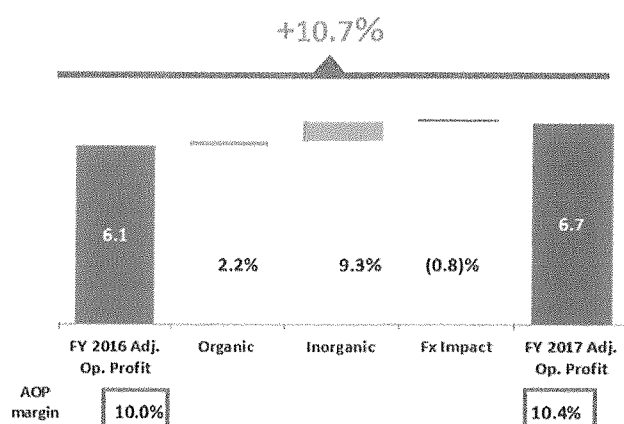


Revenue growth at constant exchange rates was 6.6% made up of organic revenue growth of 3.3% plus revenue from acquisitions of 3.3%. There was a negative currency translation impact of 0.4% as a result of the weak USD and Chinese renminbi against the Euro.

In the final quarter of the year, reported revenue was up 2.0% due to revenue from acquisitions of 5.7% less a decline in organic revenue of 2.7% plus a negative currency impact of 1.1%. The organic revenue decline in the final quarter was against a strong comparable growth period that had organic revenue growth of 19.4% as a result of a large one-off aerospace contract in the division in the final quarter of 2016.

Adjusted operating profit for the year was €6.7 million, an increase of 10.7% on the prior year resulting in a margin increase of 40 basis points to 10.4%.

Adjusted Operating Profit bridge in € million:



The Laboratories division had a good performance in the year that came from strong service delivery of projects in healthy market conditions. The division also made three acquisitions during the year that are performing well.

In the second quarter of 2017, an electrical and electronics testing laboratory in Italy called Emilab was bought that has €1.9 million of annual revenue. In the third quarter a laboratory providing metrology and calibration services was bought in Spain called AC6 with €1.5 million of additional annual revenue. In the final quarter, one further acquisition was made. Tunnel Safety Testing in Spain with annual revenues of approximately €0.5 million that assesses and simulates the effect of fires in tunnels using large scale models.



The Industrial Labs segment, accounting for half of the division revenue, grew at a low single digit organic rate which was against a very strong growth rate in the prior year. This segment includes services for the aerospace industry as well as electromagnetic compatibility for the Auto industry which grew strongly in the year.

Other parts of the division including Construction, IT, Metrology, System Certification continue performing well and growing between mid and high single digits.

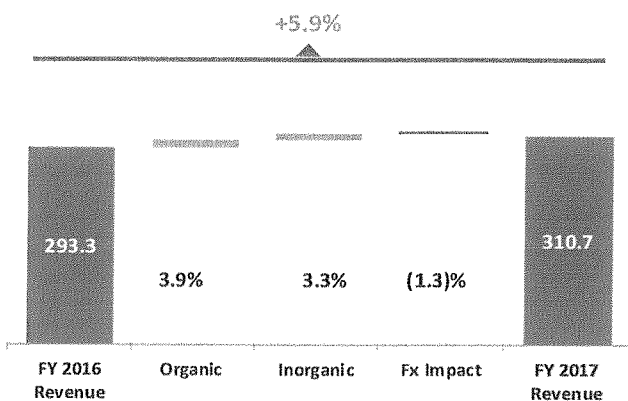
The increase in the adjusted operating profit margin was due to the higher margin acquisitions as well as good performance in the organic margin.

### Automotive

The Automotive Division is a leading provider of statutory vehicle inspection services globally. The division provides vehicle inspection and certification services across a number of jurisdictions where periodic vehicle inspections for compliance with technical safety and environmental specifications are mandatory. From the 28 programmes held by the Group, 15 million vehicle inspections were carried out in 2017 across Spain, Ireland, Denmark, Finland, the United States, Argentina, Chile, Costa Rica and Andorra and programme managed a further 5 million inspections carried out by third parties.

Revenue of €310.7 million was 5.9% higher than the previous year.

Revenue bridge in € million:



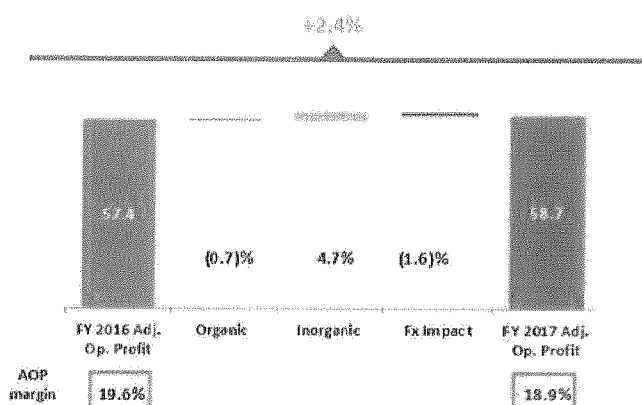
Revenue growth at constant exchange rates was 7.2% made up of organic revenue growth of 3.9% plus acquisition revenue of 3.3%. There was a negative currency translation impact of 1.3% as a result of the weak US dollar and Argentinian peso against the Euro.

In the final quarter of the year, reported revenue was up 19.0% due to organic revenue growth of 8.2%, plus revenue growth of 14.2% from the acquisition of Inversiones Finisterre less a currency impact of 3.4%.

The acquisition revenue in the year and in the final quarter of the year was from two months of consolidated revenue from the acquisition of Inversiones Finisterre which took place in November 2017.

Adjusted operating profit for the year was €58.7 million, an increase of 2.4% on the prior year resulting in a margin decrease of 70 basis points to 18.9%.

Adjusted Operating Profit bridge in € million:



At constant exchange rates, adjusted operating profit increased by 4.0% made up of an organic decline of 0.7% plus profit from the acquisition of Inversiones Finisterre of 4.7%. There was a negative currency impact of 1.6% for the year, slightly more than the impact on revenue.

Organic revenue growth at constant exchange rates was good in 2017 with an increase in the second half following the new contracts that started in the year. In the second half of 2017, a new contract started with Massachusetts and at the end of 2016 a new contract started in the City of Buenos Aires that supported the revenue growth in 2017. In addition there were renewals of a contract in Illinois and some contracts in Chile at the end of 2016. The acquisition of Inversiones Finisterre that was announced in September closed at the start of November and was included within the year's results. Inversiones Finisterre has two contracts in Galicia and Costa Rica and both have been successfully integrated into the division and are performing in line with the business plan.

The adjusted operating profit margin was down by 70 basis points. The increase in margin in the second half of 50 basis points was not enough to offset the decrease in the first half. The acquisition helped to increase the second half margin while the organic margin in the second half was almost flat on the second half of the prior year, and down considerably less than the first half margin. The pressure on the organic margin in the year was largely due to the cost of the ramp up of the new contract in Buenos Aires City as well as the ramp up and renewals of Illinois and various programmes in Chile.

In Spain, the performance was good with revenue up around mid single digits led by the liberalised contracts in Madrid and the Canary Islands.

The exclusive concession in Ireland, which is the largest one in the division by revenue, had lower revenue of around mid single digits as the car fleet was younger on average in 2017 compared to the previous year thereby reducing the number of cars requiring periodic inspection. This contract accounting for 21% of the division revenue on a proforma basis is scheduled to expire at the end of next year and the renewal tender process is expected to take place soon.

In the USA, the new contract in Massachusetts started well in the second half of the year and the incremental revenue from this contract offset the lower revenue on the Illinois contract. This new contract is for six years with the potential to extend for up to a total of 15 years with an anticipated revenue of €6 million per annum. The other key contracts of Washington and Connecticut performed well.

In Latin America, the new ten year contract in Buenos Aires City is contributing to the revenue growth in the region. There was lower revenue on the renewed Chile contracts while they continue to ramp up.

Revenue from the stations in Denmark grew well despite the competition and offset the revenue decline from Finland which continues to suffer from increased competition.

The recently awarded contracts in Ecuador and Uruguay are on track to commence in the second and third quarters of this year respectively. The Uruguay contract was expanded in scope in the middle of last year to be an eight year concession with a total expected revenue of €60 million with the possibility to extend by a further 4 years. The contract in Ecuador is in the city of Durán for ten years and has a total expected revenue of €11 million over the contract period.

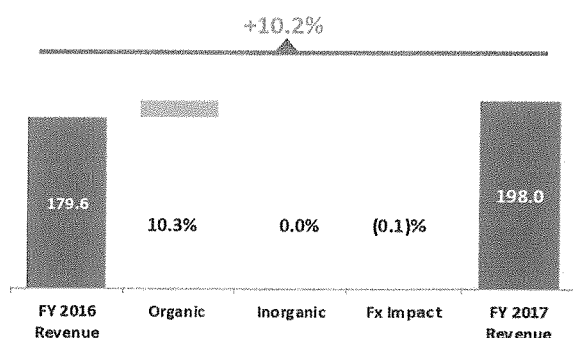
There is a pipeline of further opportunities that are being pursued.

## IDIADA

With over 25 years of experience, the IDIADA Division supports the world's leading vehicle manufacturers in their product development activities by providing design, engineering, testing and homologation services. The division's 360-hectares main technical centre, located near Barcelona, includes the most comprehensive proving ground and laboratories for vehicle testing and development in Europe.

Revenue of €198.0 million for the year was 10.2% higher than the previous year.

Revenue bridge in € million:

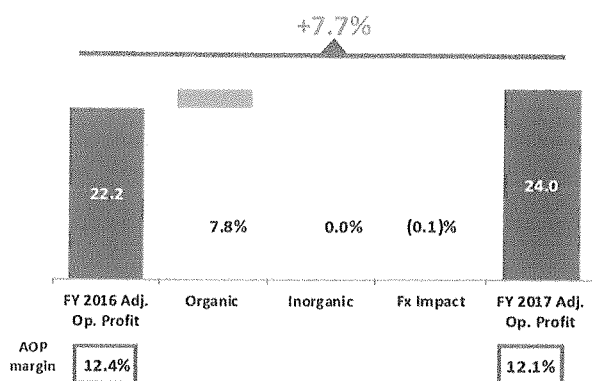


Organic revenue growth at constant exchange rates was 10.3% with a slight negative currency impact of 0.1%.

In the final quarter of the year, revenue was up 7.0% from an increase in organic revenue of 7.3% less a currency impact of 0.3%.

Adjusted operating profit for the year was €24.0 million, an increase of 7.7% on the prior year resulting in a margin decrease of 30 basis points to 12.1%.

Adjusted Operating Profit bridge in € million:



At constant exchange rates, organic adjusted operating profit increased by 7.8%.

The division had another year of double digit organic revenue growth with all business lines performing well and contributing to this growth. Body & Passive Safety accounting for 34% of the division revenue and Chassis & Powertrain accounting for 32%, both grew revenue in the double digits as a result of increased services for autonomous and electric vehicle and advance driver assistance systems. The Proving Ground (18%) grew at a mid single digit rate despite capacity constraints on some of the tracks. Homologation, or Type Approval certification at 16% of the division revenue, had strong growth following the introduction of the new EU vehicle fuel consumption and emissions standards plus an increase in regulatory requirements on other classes of vehicles.

The margin reduced due to the sales product mix and the increased cost of the investment in the facilities and people required to remain one of the premier testing facilities for the Auto industry.

### **Main risks facing the Group**

The main business risks facing the Group are those typical of the businesses and countries in which it operates and of the current macroeconomic environment. The Group actively manages the main risks and considers that the controls designed and implemented to that effect are effective in mitigating the impact of these risks when they materialise.

The main purpose of the Group's financial risk management activity is to assure the availability of funds for the timely fulfilment of financial obligations and to protect the value in euros of the Group's economic flows and assets and liabilities.

Management is focused on the identification of risks, the determination of tolerance to each risk, the hedging of financial risks, and the control of the hedging relationships established.

The Group's policy hedges all significant and intolerable risk exposures as long as there are adequate instruments for this purpose and the hedging cost is reasonable. The main financial risks to which the Group is exposed and the practices established are detailed in the corresponding notes to the consolidated financial statements.

Additionally, in the Annual Corporate Governance Report, the control and risk management systems adopted by the Appplus Group are described in sections E and F, as well as the risk control and management system in relation to the issuance process of the company financial information (SCIIIF).

### **Treasury share transactions**

At 31 December 2017, the Group owns 112,744 treasury shares at an average cost of 10.52 euros per share. The total value of the treasury shares amounts to 1,186 thousand euros.

At 31 December 2016, the Group owned or had arranged a total of 290,450 treasury shares at an average cost of 9.77 euros per share. The total value of the treasury shares amounts to 2,837 thousand euros.

In March and May 2017 the Group delivered to the Executive Director, Group management and other Group executives a total of 577,706 shares, within the approved calendar of the economic incentive plan derived from the IPO, as well as in the newly granted economic incentive plan.

### **Use of financial instruments**

The Group uses financial derivatives to eliminate or significantly reduce certain interest rate and foreign currency risks relating to its assets. During 2017 the Group has not acquired any financial derivative instruments.

### **Events after the reporting period**

No events have occurred since 31 December 2017 other than those described in the notes to the accompanying consolidated financial statements.

## Disclosures on the payment periods to suppliers

The Group companies with tax residence in Spain adapted their payment periods in line with Additional Provision Three "Disclosure Obligation" of Law 15/2010, of 5 July (amended by Final Provision Two of Law 31/2014, of 3 December), which was prepared in accordance to the Spanish Accounting and Audit Institute (ICAC) Resolution of 29 January 2016 on information to be incorporated in notes to the financial statements in relation to average payment periods to suppliers in commercial transactions.

	2017	2016
	Days	
Average payment period to suppliers	60	58
Ratio of transactions settled	61	60
Ratio of transactions not yet settled	52	43
	thousands of Euros	
Total payments made	87,748	85,630
Total payments outstanding	7,677	4,407

The data shown in the table in relation to payments to suppliers relates exclusively to the Spanish companies, which are those with a payment period that is greater than the Group average of 51 days. The data shown in the table in relation to payments to suppliers relate, pursuant to the ICAC Resolution, to commercial transactions relating to goods supplied and services provided since the entry into force of Law 31/2014, of 3 December.

Suppliers, solely for the purpose of disclosing the information provided for in this resolution, are considered to be trade creditors for the supply of goods and services and are included under "Current Liabilities - Trade and Other Payables" in the accompanying statement of financial position.

"Average Payment Period to Suppliers" is understood to be the period between the supply of the goods or the provision of the services on the supplier's account and the effective payment of the transaction.

The maximum payment period applicable to the Spanish consolidated companies under Law 3/2004, of 29 December, on combating late payment in commercial transactions, is 30 days. This period may be extended by agreement between the parties, but under no circumstances should be superior to 60 natural days (same legal period in 2016).

Nevertheless, the major portion of this outstanding amount owed by Spanish societies at the end of 2017 has been paid in the first two months of 2018.

## Non-Financial Information

Non-financial information is put forward in greater detail in the Annual Corporate Social Responsibility report, which is part of this Management Report. Said report has been prepared in compliance with Royal Decree-Law 18/2017 of November 24, which transposes Directive 2014/95 / EU of the European Parliament and the Council, of October 22, 2014, to the Spanish Commercial Code. This report has been prepared following the standards defined in the Global Reporting Initiative (GRI) guide.

The Annual Corporate Governance report, as well as the Annual Corporate Social Responsibility report, which are part of this Management report, can be consulted in the subsequent annexes of this report, they are also available in the "Comisión Nacional del Mercado de Valores" (CNMV)'s webpage, as well as in the Applus Group webpage.

[www.cnmv.es](http://www.cnmv.es)

[www.applus.com](http://www.applus.com)



**Applus Services, S.A.  
and Subsidiaries**

**Preparation of the Consolidated Financial Statements and  
Management report for the year ended 2017**

In accordance with the provisions of article 253 of the Spanish Companies Act and article 42 of the Spanish Code of Commerce, the Board of Directors of Applus Services, S.A., in its meeting of 21 February 2018, has drawn up the consolidated financial statements (comprising the consolidated statement of financial position, consolidated statement of profit and loss, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows and explanatory notes) and the management report for year 2017, which are included in the documents preceding this signature page and their annexes, all of them correlatively ordered. All the Directors have signed on this page the documents as mentioned above, except for Mr Richard Campbell Nelson who has not signed as he was not physically present at the Board Meeting in which the accounts have been approved. Nevertheless, Mr Nelson was present at the Board Meeting via videoconference and voted in favour of the approval of the accounts.

Madrid, 21 February 2018



Mr. Christopher Cole  
Chairman



Mr. Ernesto Gerardo Mata López  
Director



Mr. John Daniel Hofmeister  
Director



Mr. Fernando Basabe Armijo  
Director



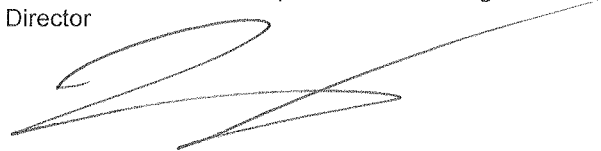
Mr. Nicolás Villén Jiménez  
Director



Ms. Maria Cristina Henríquez de Luna Basagoiti  
Director



Mr. Claudi Santiago Ponsa  
Director



Mr. Scott Cobb  
Director

For identification purposes, all the pages of the consolidated financial statements and the consolidated management report for the year ended on 31 December 2017, as approved by the Board of Directors, are initialized by the Secretary of the Board of Directors, Mr. Vicente Conde Viñuelas.

Appendix I - Companies included in the scope of consolidation

Name	Applus Servicios Tecnológicos, S.L.U	Azul Holding 2, S.à.r.l.	Applus Iteuve Argentina, S.A.	Applus Santa María del Buen Ayre, S.A.	Applus Uruguay, S.A.	Revisiones Técnicas Applus del Ecuador Applusiteuve, S.A.	Applus Technologies, Inc.	Janx Holding, Inc
Registered office	Calle Campezo 1, edificio 3, Parque Empresarial Las Mercedes, Madrid	7, rue Robert Stümper   L-2557-Luxembourg (Grand Duchy of Luxembourg)	Reconquista 661 – Piso 2, C 1003 Ciudad de Buenos Aires (Argentina)	Jurisdicción de la Ciudad autónoma de Buenos Aires	Guayabos nº 1718, escritorio 505 Montevideo	Avda Patria n°E4-41 Intersección Avda Amazonas edificio Patria Piso 10 Oficina 01, Pichincha, Quito.	615, Dupont Highway, Kent County Dover, State of Delaware (USA)	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478
Line of business	Holding company	Holding company	Vehicle roadworthiness testing	Right and compliance of the obligations corresponding to public services concessions relating to the obligatory Technical Verification of Vehicles	Vehicle roadworthiness testing	Vehicle roadworthiness testing	Vehicle roadworthiness testing	Certification services through non-destructive testing
Ownership interest held by Group companies:								
Direct	100%	100%	-	-	-	-	-	-
Indirect	-	-	100%	100%	100%	100%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

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Name	Libertytown USA 1, Inc.	Libertytown USA Finco, Inc.	Applus Iteuve Technology, S.L.U	IDIADA Automotive Technology, S.A	Applus Argentina, S.A.	IDIADA Fahrzeugtechnik, GmbH.	CTAG-Idiada Safety Technology, S.L.	Applus Chile, S.A.
Registered office	615, Dupont Highway, Kent County Dover, State of Delaware (USA)	615, Dupont Highway, Kent County Dover, State of Delaware (USA)	Calle Campezo 1, edificio 3, Parque Empresarial Las Mercedes, Madrid	L'Albomar, s/n PO BOX 20,43710 Sta Oliva. Tarragona (España)	Reconquista 661 – Piso 2, C 1003 Ciudad de Buenos Aires (Argentina)	Manfred Hochstatter Strasse 2, 85055 Ingolstadt (Alemania)	Polígono A Granxa, Parcelas 249-250. 36410 Porriño, Pontevedra (España)	Avenida Américo Vespucio 743 - Huechuraba - Santiago de Chile (Chile)
Line of business	Holding company	Holding company	Vehicle roadworthiness testing	Engineering, testing and certification	Holding company	Engineering, testing and certification	Engineering, testing and certification	Vehicle roadworthiness testing
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	100%	100%	80%	100%	80%	40%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

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Name	Applus Iteuve Euskadi, S.A., Sociedad Unipersonal	Applus Revisiones Técnicas de Chile, S.A.	Applus Danmark, A/S	IDIADA CZ, A.S.	K1 Kasastajat, OY	Inspecció Tècnica de vehicles i serveis, S.A.	K1 Total, Oy	Idiada Automotive Technology India PVT, Ltd
Registered office	Polígono Ugaldeguren I Parcela 8, 48710 Zamudio, Vizcaya (España)	Avenida Américo Vespucio 743 - Huechuraba - Santiago de Chile (Chile)	Korsolatsvej, 111 2610 Rodovre (Dinamarca)	Pražska 320/8,500 04, Hradec Králové (Czech Republic)	Joukahaisenkatu 6, 20520 Turku Finland	Ctra de Bixessarri s/n, Aixovall AD600 (Andorra)	Joukahaisenkatu 6, 20520 Turku Finland	Unit no. 206, 2nd Floor, Sai Radhe Building Raja Bahadur Mill Road, off Kennedy Road, Pune 411 001 - India
Line of business	Vehicle roadworthiness testing	Vehicle roadworthiness testing	Vehicle roadworthiness testing	Engineering, testing and certification	Vehicle roadworthiness testing	Vehicle roadworthiness testing	Vehicle roadworthiness testing	Engineering, testing and certification
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	100%	100%	80%	100%	50%	100%	61%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

2

Name	Shangai IDIADA Automotive Technology Services Co. Ltd	Applus Euskadi Holding, S.L.U.	Applus Car Testing Service, Ltd.	Idiada Tecnologia Automotiva, Ltda.	Idiada Automotive Technology UK, Ltd.	Shangdong Idiada Automotive and tire proving ground Co, Ltd	Applus Iteuve Galicia, S.L.U.	Inversiones Finisterre, S.L.
Registered office	Jucheng Pioneer Park, Building 23, 3999 Xiu Pu Road, Nan Hui 201315 Shanghai (Pudong District) China	Poligono Ugaldeguren, 1 parcela 8, Zamudio, Vizcaya (Espana)	3026 Lakedrive, Citywest Business Campus, Naas Road, Dublin 24, Ireland.	Cidade de São Bernardo do Campo, Estado de São Pulo, na Rua Continental, nº 334, Jardim do Mar, CEP 09750-060 (Brasil)	St Georges Way Bermuda Industrial Estate, Nuneaton, Warwickshire CV10 7JS (UK)	Room 302, No.1 industrial building of West Jin Hui Road, South Qi Xiao (China)	Ctra. N-VI, Km. 582,6 - 15168 Espiritu Santo - Sada, A Coruña	Ctra. N-VI, Km. 582,6 - 15168 Espiritu Santo - Sada, A Coruña
Line of business	Engineering, testing and certification	Holding company	Vehicle roadworthiness testing	Engineering, testing and certification	Engineering, testing and certification	Engineering, testing and certification	Holding company	Holding company
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	80%	100%	100%	80%	80%	80%	100%	80%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

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Name	Supervisión y Control, S.A.U.	Riteve SyC, S.A.	LGAI Technological Center, S.A.	Applus México, S.A. de C.V.	LGAI Chile, S.A.	Applus Costa Rica, S.A	Applus Norcontrol, S.L., Sociedad Unipersonal	Novotec Consultores, S.A., Sociedad Unipersonal
Registered office	Ctra. N-VI, Km. 582,6 - 15168 Espiritu Santo - Sada, A Coruña	Lagunilla de Heredia, ciento cincuenta metros al este de la Bomba Texaco. Costa Rica	Campus de la UAB,Ronda de la Font del Carme, s/n, 08193 Bellaterra-Cerdanyola del Vallès, Barcelona (España)	Blvd. Manuel Avila Camacho 184, Piso 4-A, Col. Reforma Social, C.P. 11650 México D.F. (México)	Alberto Henckel 2317, Providencia, Santiago de Chile (Chile)	Oficentro Ejecutivo La Sabana, Edificio 7, Primer piso, Local 2, San José	Ctra. Nacional VI-Km 582, 15168, Sada, A Coruña (España)	Parque Empresarial Las Mercedes, C/Campezo, 1, Ed.3, 28022, Madrid (España)
Line of business	Vehicle roadworthiness testing	Vehicle roadworthiness testing	Certification	Quality system audit and certification	Quality system audit and certification	Quality system audit and certification	Inspection, quality control and consultancy services	Services related to quality and safety in industrial plants, buildings, etc.
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	80%	44%	95%	95%	95%	95%	95%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

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Name	Applus Panamá, S.A	Applus Norcontrol Panamá, S.A.	Norcontrol Chile, S.A.	Norcontrol Inspección, S.A. de C.V. – México	Applus Norcontrol Guatemala, S.A.	Applus Norcontrol Colombia, Ltda	Norcontrol Nicaragua, S.A.	Röntgen Technische Dienst Holding BV
Registered office	Calle Jacinto Palacios Cobos, Edificio 223, piso 3, locales A y C, Ciudad del Saber; Clayton, Ciudad de Panamá (República de Panamá)	Calle Jacinto Palacios Cobos, Edificio 223, piso 3, locales A y C, Ciudad del Saber; Clayton, Ciudad de Panamá (República de Panamá)	Alberto Henckel 2317, Providencia, Santiago de Chile (Chile)	Bldv. Manuel Avila Camacho 184, Piso 4-B, Col. Reforma Social, C.P. 11650 México, D.F (México)	Km 14,5 Carretera a El Salvador, Santa Catarina Pinula (Guatemala)	Calle 17, núm. 69-46 Bogotá (Colombia)	Colonia Los Robles, Km. 6,500 Carretera Masaya, Managua (Nicaragua)	Delftweg 144, 3046 NC Rotterdam (Holanda)
Line of business	Certification	Inspection, quality control and consultancy services	Inspection, quality control and consultancy services	Inspection, quality control and consultancy services	Inspection, quality control and consultancy services	Inspection, quality control and consultancy services	Inspection, quality control and consultancy services	Holding company
Ownership interest held by Group companies:	-	-	-	-	-	-	-	-
Direct	95%	95%	95%	95%	95%	96%	95%	100%
Indirect								
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

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Name	Applus Centro de Capacitación, S.A.	RTD Quality Services, SRO	Applus RTD France Holding, S.A.S	Applus RTD Deutschland inspektions-Gesellschaft, GmbH	Röntgen Technische Dienst B.V.	RTD Quality Services, Inc (Canada)	RTD Quality Services Nigeria Ltd.	Applus RTD USA, Inc.
Registered office	Alberto Henckel 2317, Providencia, Santiago de Chile (Chile)	U Stadionu 89, 530 02 Pardubice (República Checa)	129 Rue Servient 69326 Lyon Cedex 03 (Francia)	Industriestraße 34 b, 44894 Bochum (Germany)	Delftweg 144, 3046 NC Rotterdam (Holanda)	2600 Manulife Place 10180 - 101st Street, Edmonton, AB T5J 3Y2, Canada	Warri Boat Yard, 28 Warri/Sapele Road, Warri, Delta State (Nigeria)	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478
Line of business	Provision of training services	Certification services through non-destructive testing	Holding company	Certification services through non-destructive testing	Certification services through non-destructive testing	Certification services through non-destructive testing	Certification services through non-destructive testing	Certification services through non-destructive testing
Ownership interest held by Group companies: Direct Indirect	- 95%	- 100%	- 100%	- 100%	- 100%	- 100%	- 49%	- 100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

2



Name	RTD Holding Deutschland, GmbH	Appius RTD UK Holding, Ltd	Applus RTD PTE, Ltd (Singapore)	Applus Colombia, Ltda.	Applus (Shanghai) Quality Inspection Co, Ltd	Applus RTD Certification, B.V.	Applus RTD PTY, Ltd (Australia)	Applus RTD Norway, AS
Registered office	Industriestr. 34. D-44894, Bochum (Alemania)	Unit 2, Blocks C and D, West Mains Industrial Estate, Grangemouth, FK3 8YE, Scotland (UK)	521 Bukit Batok St 23, Unit 05-E, Singapore	Calle 17, núm 69-46, Bogotá (Colombia)	Jucheng Industrial Park, Building 23, 3999 Xiu Pu Rd, Nan Hui, Shanghai 201315 (China)	Delftweg 144, 3046 NC Rotterdam (Holanda)	94 Discovery Drive, Bibra Lake WA 6163 (Australia)	Finnestadgøllen 38, 4029 Stavanger (Norway)
Line of business	Holding company	Holding company	Certification services through non-destructive testing	Certification	Inspection services in quality processes, production processes, technical assistance and consultancy	Certification services through non-destructive testing	Certification services through non-destructive testing	Certification services through non-destructive testing
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	100%	100%	95%	95%	100%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

2

Name	Arctosa Holding, B.V.	Libertytown USA 2, Inc.	Libertytown Australia, PTY, Ltd.	Applus RTD UK, Ltd	Applus RTD SP, z.o.o.	Applus Energy, S.L.U.	RTD Slovakia, s.r.o.	Autoservices Online, S.L.U.
Registered office	Delftweg 144, 3046 NC Rotterdam (Holanda)	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478	94 Discovery Drive, Bibra Lake WA 6163 (Australia)	Unit 2, Blocks C and D, West Mains Industrial Estate, Grangemouth, FK3 8YE, Scotland (UK)	Raclawicka, 19, 41-506 Chorzów, Poland	Calle Campezo 1, edificio 3, Parque Empresarial Las Mercedes, Madrid	Udemicka 11; 851 01; Bratislava, Slovak Republic	Calle Campezo 1, edificio 3, Parque Empresarial Las Mercedes, Madrid
Line of business	Holding company	Holding company	Holding company	Certification services through non-destructive testing	Certification services through non-destructive testing	Provision of advisory services and auditing in the energy sector	Certification services through non-destructive testing	Provision of services related to the automotive sector and vehicle and road safety, engineering processes, training design, testing, homologation and certification, as well as technical audits of automotive establishments
Ownership Interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	100%	100%	100%	100%	100%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

21

Name	APP Management, S. de R.L. de C.V.	Libertytown Applus RTD Germany Gmbh	Applus Norcontrol Maroc, Sari	Applus RTD Gulf DMCC.	Qualitec Engenharia de Qualidade, Ltda.	Applus Lgai Germany, Gmbh	BK Werstofftechnik-Prüfstelle Für Werkstoffe, Gmbh	Ringal Brasil Investimentos, Ltda.
Registered office	Bld. Manuel Avila Camacho 184, Piso 4-A, Col. Reforma Social, C.P. 11650 México D.F. (México)	Industrie Strasse 34 b, 44894 Bochum, Alemanha	INDUSPARC Module N°11BD AHL LOGHLAM Route de Tit Mellil Chemin Tertiaire 1015 Sidi Moumen 20400, Casablanca (Marruecos)	16th Floor, Office 1601, Swiss Tower, Jumeirah Lake Towers, PO Box 337201, (Emiratos Árabes)	Cidade de Ibirité, Estado de Minas Gerais, na Rua Petrovale, quadra 01, lote 10, integrante da área B, nº450, Bairro Distrito Industrial Marsil, CEP 32.400-000 (Brasil)	Zur Aumundswiede 2, 28279 Bremen, Germany	Zur Aumundswiede 2, 28279 Bremen, Germany	Cidade de Ibirité, Estado de Minas Gerais, na Rua Petrovale, quadra 01, lote 10, integrante da área B, nº450, Bairro Distrito Industrial Marsil, CEP 32.400-000 (Brasil)
Line of business	Provision of professional, technical, administrative and human resources services	Holding company	Inspection, quality control and consultancy services	Certification services through non-destructive testing	Certification services through non-destructive testing	Certification	Certification	Holding company
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	100%	95%	100%	100%	95%	95%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

Name	Burek und Partner, Gbr.	Assinco-Assesoria Inspeção e Controle, Ltda	Applus Norcontrol Perú, S.A.C.	Kiefner & Associates Inc.	John Davidson & Associates PTY, Ltd	JDA Wokman Limited	PT JDA Indonesia	Applus Norcontrol Consultoría e Ingeniería, SAS
Registered office	Zur Aumundswiede 2, 28279 Bremen, Germany	Rua Petrovale, quadra 01, lote 10, integrante da area B, nº 450, Bloco 2 - 1º andar, Bairro Distrito Industrial Marsil, EP 32400-000 Cidade de Ibirité, Estado de Minas Gerais (Brasil)	Avenida San Borja Sur Nro. 1170, Urb. San Borja, San Borja, Lima.	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478	Unit 22, 23 Ashtan Place, Banyo, Queensland, 4014, Australia	Unit 11, Section 53, Allotment 15 & 16, Ume Street, Gordons, Port Moresby, National Capital District, Papua New Guinea	Plaza Aminta 9th floor, Jl. TB Simatupang Kav. 10, South Jakarta, Indonesia	Calle 17, núm. 69-46 Bogotá (Colombia)
Line of business	Certification	Inspection, quality control and consultancy services	Inspection, quality control and consultancy services	Certification services through non- destructive testing	Provision of executive recruitment services	Provision of executive recruitment services	Provision of technical engineering and planning, conservation and operational services, technical training and human resource development	Inspection, quality control and consultancy services in the industry and services sector
Ownership interest held by Group companies:	-	-	-	-	-	-	-	-
Direct	95%	100%	96%	100%	100%	100%	100%	95%
Indirect								
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

7

Name	Applus Velosi Mongolia, LLC	Applus Laboratories, AS.	Applus Arabia L.L.C	Applus II Meio Ambiente Portugal, Lda	Ringal Invest, S.L.U	Applus Velosi DRC, Sarl.	Ingelog Consultores de Ingeniería y Sistemas, S.A.	Ingelog Servicios Generales, Ltda (Sergen)
Registered office	3a planta, San Business Centre, Sukhbaatar District, 8th Khoroo, Baga toiruu, Street 29 of Prime Minister Amar, Ulaanbaatar, Mongolia	Langmyra 11, 4344 Bryne, Norway	Dammam, Kingdom of Saudi Arabia	Rua Hermano Neves n.º 18, escritório 7, freguesia do Lumiar, Concelho de Lisboa. Portugal	Calle Campezo 1, edificio 3, Parque Empresarial Las Mercedes, Madrid	c/o Lambert S Djunga, Djunga & Risasi, 07 Avenue Lodja, Kinshasa/Gome, DRC	Alberto Henckel 2317, Santiago de Chile	Alberto Henckel 2317, Santiago de Chile
Line of business	Provision of human resources consultancy in the area of recruitment, placement candidates and related services	Certification	Certification	Inspection, quality control and consultancy services	Holding company	Provision of permanent contract services	Counseling and consulting services in the areas of engineering, infrastructure, environment, etc.	Provision of transport and rental of vehicles
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	95%	48%	95%	100%	100%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

Name	Ingelog Guatemala Consultores de Ingeniería y Sistemas, S.A.	Ingeandina Consultores de Ingeniería, S.A.S.	Ingelog Costa Rica S.A.	Applus RTD USA Aerospace Holding, Inc.	X-RAY Industries, Inc.	Composite Inspection Solutions, LLC.	Applus Laboratories USA, Inc.	Arcadia Aerospace Industries, Llc.
Registered office	Ciudad de Guatemala	Calle 17, núm. 69-46 Bogotá (Colombia)	San José de Costa Rica, calle treinta y uno, avenidas nueve y once, Barrio Escalante	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478	1961 Thunderbird, Troy Michigan USA 48084	615 S. DuPont Highway, Kent County, Dover, Delaware 19901, USA	28000 Mooney Avenue, Building #110, Punta Gorda Florida 33982 USA
Line of business	Counseling and consulting services in the areas of engineering, infrastructure, environment, etc.	Counseling and consulting services in the areas of engineering, infrastructure, environment, etc.	Counseling and consulting services in the areas of engineering, infrastructure, environment, etc.	Holding company	X-ray metallurgical, management, retail equipment, equipment manufacturing, non- destructive; testing services	Certification	Holding company	Industrial contract and inspection services
Ownership interest held by Group companies: Direct	-	-	-	-	-	-	-	-
Indirect	100%	100%	100%	100%	100%	95%	95%	67%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

21

Name	Applus RTD Llc.	NRAY Services, Inc.	Applus RTD USA Services, inc.	Libertytown USA 3, Inc.	Applus Management Services, Inc.	Applus Aerospace UK, Limited	Aerial Photography Specialist PTY, LTD	Applus RTD Canada Holding (2016), Inc.
Registered office	Khokhlovskiy side-street 13, building 1, 109028 Moscow, Russian Federation	56A Head Street, Dundas, ON L9H 3H7 Canada	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478	Unit 2, Blocks C and D, West Mains Industrial Estate, Grangemouth, FK3 8YE, Scotland (UK)	94 Discovery Drive, Bibra Lake WA 6163 Australia	1300 - 1969 Upper Water Street Purdy's Wharf Tower II Halifax NS B3J 3R7 Canada
Line of business	Purchase of equipment and refills, installation, reparation and maintainance of the equipment, engineering services and devolment of scientific investigation	Inspection of the based neutron radiation services	Any lawful act or activity in order for companies to organise themselves under the Delaware General Corporation Law	Any lawful act or activity in order for companies to organise themselves under the Delaware General Corporation Law	Provision of professional, technical, administrative and human resources services	Non-destructive services from the aerospace business.	Manufacture, repair, sale and services related to drones	Holding company
Ownership interest held by Group companies:								
Direct	-		-	-		-	-	-
Indirect	100%	100%	100%	100%	100%	100%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

8

Name	SKC Inspection and Non Destructive Testing, Inc	SKC Engineering Ltd	MxV Engineering,Ltd	Applus Norcontrol Asistencia Técnica, SAS	Applus Norcontrol República Dominicana, S.R.L	Emilab, SRL	AC6 Metrología, S.L.	Applus RVIS, B.V.
Registered office	4529 Melrose Street, Port Alberni, BC V9Y1K7, Canada	4529 Melrose Street, Port Alberni, BC V9Y1K7, Canada	19165 94th Avenue, City of Surrey British Columbia V4N 3S4	Calle 17, núm. 69-46 Bogotá (Colombia)	Plaza El Avellano, Calle Dr. Jacinto Ignacio Mañón No. 5 Local No. 08 Primer Piso, Ensanche Paraíso, Santo Domingo-República Dominicana	Via F.lli Solari 5/A 33020 Amaro(UD)-Italy	Polígono Comarca I, Edificio Pasarela. 31180, ORKOIEN – Navarra. España	Delftweg 144, NC 3046 Rotterdam (The Netherlands)
Line of business	Inspección y ensayos no destructivos	Ensure quality, training, inspection, proof and design and welding engineering services.	Dielectric tests, inspections of cranes, stability tests and preventive maintenace	Inspection and technical assistance services	Inspection and technical assistance services	Research in the areas of engineering, electromagnetic compatibility and electrical safety.	Research, development and advisory services for metrology and industrial calibration activities.	Remote Non-destructive Inspection and Testing
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	100%	50%	95%	95%	95%	95%	51%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

8



Name	Applus Servicios Integrales, S.A.S.	Tunel Safety Testing, S.A.	Applus Brasil Investimentos, Ltda
Registered office	Calle 17 # 69 - 46, Bogotá, Colombia	LG Centro Experimental San Pedro de Anes s/n, Siero 33189, Asturias	Rua Dom José de Barros, nº 177, 6º andar, conjunto 601, sala 602, Vila Buarque, CEP 01038-100, Sao Paulo (Brasil)
Line of business	Inspection, quality control and consultancy services	Fire testing in tunnels, fire suppression product testing and fire training.	Holding company
Ownership interest held by Group companies:			
Direct	-	-	-
Indirect	95%	89%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation

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Name	Velosi S.à r.l.	SAST International Ltd	Velosi Asset Integrity Ltd	Velosi Asia (Luxembourg) S.à r.l.	Velosi Africa (Luxembourg) S.à r.l.	Velosi Europe (Luxembourg) S.à r.l.	Velosi Poland Sp z.o.o.	Velosi Europe Ltd
Registered office	7, rue Robert Stümper   L-2557-Luxembourg, Grand Duchy of Luxembourg, L-1653 Luxembourg, Luxembourg.	Equity Trust House, 28-30 The Parade, St Helier, JE1 1EQ Jersey, Channel Islands.	Equity Trust House, 28-30 The Parade, St Helier, JE1 1EQ Jersey, Channel Islands.	7, rue Robert Stümper   L-2557-Luxembourg, Grand Duchy of Luxembourg, L-1653 Luxembourg, Luxembourg.	7, rue Robert Stümper   L-2557-Luxembourg, Grand Duchy of Luxembourg, L-1653 Luxembourg, Luxembourg.	7, rue Robert Stümper   L-2557-Luxembourg, Grand Duchy of Luxembourg, L-1653 Luxembourg, Luxembourg.	00-203 Warszawa, ul. Bonifraterska 17, VI p, Polska, 00-201 Warszawa, Poland.	1 Woodside Business Park, Whitley Wood Lane, Reading, RG2 8LW, United Kingdom.
Line of business	Holding company	Provision of consultancy and engineering services	Provision of specialised asset integrity management services for the oil, gas and petrochemical industries at worldwide level	Holding company	Holding company	Holding company	Publishing of other programmes	Provision of technical, engineering and industrial services
Ownership interest held by Group companies: Direct Indirect	100%	100%	100%	100%	100%	100%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

2

Name	Velosi Certification Bureau LTD	Intec (UK) Ltd	Velosi International Italy Srl	Velosi-PSC Srl	IES - Velosi Norge AS	Velosi TK Gozetim Hizmetleri Limited Sirketi	Velosi LLC	Velosi Malta I Ltd
Registered office	1 Woodside Business Park, Whitley Wood Lane, Reading, RG2 8LW, United Kingdom.	Brunel House, 9 Penrod Way, Heysham, Lancashire, LA3 2UZ, United Kingdom.	23807 Merate (LC), via De Gasperi, 113, Merate, Italy.	Via Cinquantenario, 8 - 24044 Dalmine, Bergamo (BG), Italy.	Delevegen, 86, Post Box. 2098 N-5541 Kolnes, Kongsberg, Norway.	1042. Caddie 1319.Sokak No.9/5 Ovecler, Ankara, Turkey.	Azadlig Avenue 189, Apt 61, AZ1130 Baku, Azerbaijan.	Level 5, The Mall Complex, The Mall, Floriana, Malta.
Line of business	Provision of technical, engineering and industrial services	Provision of consultancy, training and human resources services	Provision of technical, engineering and industrial services	Quality control, maintenance and inspection	Quality control, maintenance and inspection	Quality control, maintenance and inspection	Provision of auxiliary services for oil and gas companies	Holding Company
Ownership interest held by Group companies:								
Direct	100%	60%	80%	80%	60%	80%	100%	100%
Indirect								
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

21

Name	Velosi Malta II Ltd	Applus Velosi Czech Republic, s.r.o.	Velosi Turkmenistan	Velosi Industries Sdn Bhd	Velosi Specialised Inspection Sdn Bhd	Kurtec Inspection Services Sdn Bhd	Kurtec Tube Inspection Sdn Bhd	Velosi Plant Design Engineers Sdn Bhd
Registered office	Level 5, The Mall Complex, The Mall, Floriana, Malta.	Prague 9, Ocelářská 35/1354 - Czech Republic.	Ashgabat City, Kopetdag District, Turkmenbashi, Avenue, No. 54, Turkmenistan.	C/o AGL Management Associates Sdn Bhd, No. 152-3-18A, Kompleks Maluri, Jalan Jejaka, Taman Maluri, 55100 Kuala Lumpur, Malaysia.	C/o AGL Management Associates Sdn Bhd, No. 152-3-18A, Kompleks Maluri, Jalan Jejaka, Taman Maluri, 55100 Kuala Lumpur, Malaysia.	C/o AGL Management Associates Sdn Bhd, No. 152-3-18A, Kompleks Maluri, Jalan Jejaka, Taman Maluri, 55100 Kuala Lumpur, Malaysia.	C/o AGL Management Associates Sdn Bhd, No. 152-3-18A, Kompleks Maluri, Jalan Jejaka, Taman Maluri, 55100 Kuala Lumpur, Malaysia.	C/o AGL Management Associates Sdn Bhd, No. 152-3-18A, Kompleks Maluri, Jalan Jejaka, Taman Maluri, 55100 Kuala Lumpur, Malaysia.
Line of business	Holding Company	Manufacturing, trade and services not listed in Appendix 1-3 of the Trade License Activity	No line of business	Investments, investment property and provision of engineering services	Provision of engineering and technical services	Provision of non-destructive testing (specialised NDT) services, inspection of guided wave long range ultrasonic testing (LRUT) and remote visual inspection	Provision of specialised non-destructive testing (NDT) inspection and cleaning of pipes and tanks	Provision of consultancy and engineering services for the design of plants, construction and engineering and the investment that they possess
Ownership interest held by Group companies: Direct Indirect	100%	100%	100%	100%	100%	100%	37%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

2

Name	K2 Specialist Services Pte Ltd	Velosi Engineering Projects Pte Ltd	Velosi Energy Consultants Sdn Bhd	Velosi (HK) Ltd	Velosi Saudi Arabia Co Ltd	Velosi Engineering Management Consultancy Ltd Co.	Velosi Siam Co Ltd	Applus (Thailand) Company Limited
Registered office	521 Bukit Batok Street 23 Unit 5E, Excel Building, 659544, Singapore	521, Bukit Batok Street 23, Unit 5E, 659544 Singapore, Singapore	C/o AGL Management Associates Sdn Bhd, No. 152-3-18A, Kompleks Maluri, Jalan Jejaka, Taman Maluri, 55100 Kuala Lumpur, Malaysia.	Level 12, 28 Hennessey Road, Wanchai, Hong Kong.	Unit No. 1, Al-Qusur, Talal Al-Doha Building, Sub of Prince Mohammad bin Fahd Road, Dhahran, 34247-3229, Kingdom of Saudi Arabia.	Room 2501-2503, World Center Block A, No.18 Tao Jiu Road, Pudong, Shanghai PRC 200135.	ZEN @ ZEN World Tower, Level 12, Zen World Tower, 4, 4/5 Rajdamri Road, Pathumwan, Bangkok, 10330, Thailand	208 Wireless Road Building 14th Floor Room 1401 (16), Lumpini, Pathumwan, Bangkok 10330, Thailand
Line of business	Provision of specialised services in the area of repair of ships, tankers and other high sea vessels, and provision of rope access, testing and technical analyses for the oil and gas industries	Provision of third-party inspection services	Provision of consultancy services for all engineering activities and the supply of local and foreign experts for the generation of oil and gas energy, marine, energy conservation, mining and all other industries, together with the engineering and maintenance of refining vessels, oil platforms, platforms, petrochemical plants and the supply of qualified labor	Provision of management services, sales support, advisory and business development services to related companies	Provision of maintenance testing, fixing, examination of the welding and quality control for the pipes, machinery, equipment and other buildings in oil, gas and petrochemical facilities and to issue related certificates	Provision of consulting of Petroleum Engineering, technical consultation of mechanical engineering and consulting of business management	Holding Company	Provision of engineering and technical services
Ownership interest held by Group companies: Direct Indirect	- 100%	- 75%	- 100%	- 100%	- 60%	- 100%	- 49%	- 74%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

Name	Velosi Integrity & Safety Pakistan (Pvt) Ltd	Velosi Corporate Services Sdn Bhd	Velosi International Holding Company BSC (c)	Velosi Certification Services LLC	Velosi Certification WLL	PT Java Velosi Mandiri	Velosi Certification WLL	Velosi PromService LLC
Registered office	Office No. 401, 4th Floor, Business Centre, Block 6, P.E.C.H.S. Society, 74000 Karachi, Pakistan.	C/o AGL Management Associates Sdn Bhd, No. 152-3-18A, Kompleks Maturi, Jalan Jejaka, Taman Maluri, 55100 Kuala Lumpur, Malaysia.	Flat 42, Building 1033, Road 3731, Block 337, Menama/Umm Alhassam, Kingdom of Bahrain	# 201, Block B, Abu Dhabi Business Hub, ICAD-1, Mussafah, PO Box 427 Abu Dhabi, United Arab Emirates.	Block 9, Building 24, Office 21, Ground Floor, East Ahmadi, Industrial Area, P O Box # 1589, Salmiya – 22016, Kuwait.	Plaza Aminta 9th Floor, Jl. TB Simatupang Kav. 10, Jakarta, 12310, Indonesia	Building No 121340, First Floor New Salata, C Ring Road, P.O. Box 3408, Doha, Qatar.	Sadovnicheskaya Street 22/15, Building 1, 1st Floor, Office 2, 115035 Moscow, Russian Federation.
Line of business	Provision of support engineering services, inspections based on risk, reliability centred maintenance, assessment of the safety integrity level, suitability for management services studies, corrosion studies, development of data management control systems, quality management system certification, specialised non-destructive testing services, approval of the design review, third-party inspection services and inspection of plants and access engineering	Provision of general management, business planning, coordination, corporate finance advisory, training and personnel management services	Holding company of a group of commercial, industrial and service companies	Provision of construction project quality management services, management system certification, quality management of the maintenance of existing facilities and equipment and mandatory inspection services	Provision of industrial consultancy	Provision of engineering consultancy services, such as quality control and non-destructive testing (NDT) inspection services, provision of skilled labor with vocational training	Provision of inspection and analysis and technical services in the area of qualified technical jobs	Provision of quality assurance and control, general inspection, corrosion control and services for the supply of labor for the oil and gas industries
Ownership interest held by Group companies:	-	-	-	-	-	-	-	-
Direct	70%	100%	100%	49%	24%	0%	24%	100%
Indirect								
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

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Name	Velosi LLC	Velosi Bahrain WLL	Velosi LLC	Velosi Quality Management International LLC	Velosi CBL (M) Sdn Bhd	Velosi LLC	Velosi (B) Sdn Bhd	Velosi Certification Services LLC
Registered office	Yuzhno-Sakhalinsk, Kommunistichesky Prospect, 32, Suit 610, Sakhalin, Russia.	Flat 11, Building 1033, Road 3721, Block 337, Menama / UMM Alhessam, Kingdom of Bahrain	Block no 227 Stella Building, Post Box 231 Hamriya. Way no 2748, Oman.	205, Block B, Abu Dhabi Business Hub, ICAD-1, Mussafah, PO Box 427 Abu Dhabi, United Arab Emirates.	C/o AGL Management Associates Sdn Bhd, No. 152-3-18A, Kompleks Maluri, Jalan Jejaka, Taman Maluri, 55100 Kuala Lumpur, Malaysia.	Suite 22, Building 56, Almaty Block 6, Kazakhstan.	Lot 5211, Spg. 357, Jln Maulana, KA 2931 Kuala Belait, Negara Brunei Darussalam.	17, Chimkent Street, Mirobod District, 100029 Tashkent, Uzbekistan.
Line of business	Holding Company	Equipment certification engineering and inspection controls	Provision of industrial inspection services, services for the management of facilities, quality and service issuance certificates	Provision of certification, engineering and inspection, onshore and/or offshore services	Provision of equipment inspection services	Provision of services in the area of industrial safety	Provision of quality control and engineering services for the oil and gas industries	Provision of inspection, certification, monitoring and other types of business activity
Ownership interest held by Group companies:	-	-	-	-	-	-	-	-
Direct	100%	100%	50%	49%	100%	80%	30%	80%
Indirect								
Method used to account the investment	Full consolidation	Full consolidation	Equity method	Full consolidation	Full consolidation	Full consolidation	Equity method	Full consolidation

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Name	Velosi Philippines Inc	Velosi Ukraine LLC	Dijla & Furat Quality Assurance, LLC.	Applus Korea Co, Ltd.	Steel Test (Pty) Ltd	Velosi (Ghana) Ltd	Oman Inspection and Certification Services	Velosi Angola Prestacao de Servicos Ltda
Registered office	1004, 10F, Pagibig WT Tower, Cebu Business Park, Ayala, Cebu City, Philippines.	5A Piterska Street, 03087 Kyiv, Ukraine.	Ramadan Area, District 623-S, No.1, Baghdad, Iraq.	108, Jin-ha, Seo-sang, Uiju, Ulsan, Republic of Korea.	28 Senator Rood Road, 1939 Vereeniging, Republic Of South Africa.	2nd Floor, Design House, Ring Road East, Accra.	PO Box 15, PC 105, Al Aziaba, Sultanate of Oman.	Rua Marien Ngoubi 37, 5º apartamento 53, Maianga, Luanda Angola
Line of business	Provision of business process outsourcing	Provision of ancillary services in the oil and natural gas industries	Provision of inspection, quality control and certification services	Provision of training and consulting for services related to technical engineering, hiring-out of manpower and materials and leasing of properties.	Pipe and steel thickener testing	Provision of inspection, quality control and certification services	Provision of non-destructive testing services (NDT), environmental and safety services (HSE), quality control and engineering services.	Provision of quality assurance and control, inspection, supply of technical manpower, certification and regulatory inspection, NDE specialised services and engineering
Ownership interest held by Group companies: Direct Indirect	- 100%	- 100%	- 100%	- 66.60%	- 75%	- 49%	- 50%	- 44%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Equity method	Full consolidation

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Name	Velosi Superintendend Nigeria Ltd	Velosi Uganda LTD	Velosi SA (Pty) Ltd	Applus Velosi Egypt, LLC	Velosi Mozambique LDA	Applus Velosi Angola, Lda	Applus India Private Limited	K2 Do Brasil Services Ltda
Registered office	3A Alabi Street, Off Toyin Street, Ikeja - Lagos, Nigeria.	3rd Floor, Rwenzori House, Plot 1, Lumumba Avenue, PO Box 10314 Kampala, Uganda.	1st Floor, AMR Building 1, Concorde Road East, Bedfordview, 2008 Gauteng, South Africa.	5A Khaled Ibn Al Walid Street Sheraton Nozha Cairo, Egypt	Avenida Kim Il Sung, 961 - Bairro Sommershield - Distrito Urbano 1, Maputo Cidade - Moçambique.	Rua Marechal Brás Tilo, n.º 35-37 Piso 13, Fracção B Edifício Escom Angola	#5, 2-13/4, Beside SBH, Hydernagar Kukatpally Hyderabad, Telangana, India 500072	Avenida Nossa Senhora da Gloria, 2.643, Cavaleiros, Macae - RJ, CEP27920-360, Macae, Brazil.
Line of business	Provision of services (quality assurance and control, general inspection, corrosion control and supply of labor) for the oil and gas industries	Provision of business consulting and management	Provision of services related with the quality of the oil and gas industries	Provision of engineering consultancy in the oil sector, the maritime business, power generation and mining, as well as management consulting	Provision of consultancy services and technical assistance in the oil and gas industries, such as labor force services, and other specialized services in non-destructive trials, controls, quality inspections and asset integrity	Provision of quality assurance and control, inspection, supply of technical manpower, certification and specialised services in NDT and engineering.	Provision of labor supply services for the oil and gas industries	Provision of updating, repair, modification and control of onshore and offshore oil facilities, inspection and development of design services, manufacture of components and machinery structures and supply of qualified labor
Ownership interest held by Group companies:	-	-	-	-	-	-	-	-
Direct	30%	100%	100%	100%	74%	49%	100%	100%
Indirect								
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

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Name	Applus Velosi America LLC	Applus Velosi Canada Ltd	Velosi Do Brasil Ltda	Midstream Technical Inspection Services, LLC	Applus K2 America, LLC	Velosi Australia Pty Ltd	QA Management Services Pty Ltd
Registered office	3 Sugar Creek Center Blvd, Suite 600 Sugar Land, TX 77478	2600 Manulife Place 10180 - 101st Street, Edmonton, AB T5J 3Y2, Canada	Preia Do Flamengo 312, 9 Andar Parte Flamengo, Rio De Janeiro, Brazil.	3 Sugar Creek Center Blvd, Suite 600 Sugar Land, TX 77478	3 Sugar Creek Center Blvd, Suite 600 Sugar Land, TX 77478	Unit 22/23 Ashtan Place Banyo, Queensland, 4014, Australia	94 Discovery Drive, BIBRA LAKE, WA 6163, Australia
Line of business	Provision of labor supply services for the oil and gas industries	Provision of labor supply services for the oil and gas industries	No line of business	Supply of certifications for pipelines belonging to the oil and gas sector	Providing solutions for owners and operators of drilling rigs and FPSO in America, including inspection services, repair and maintenance, structural design and analysis and training services	Holding company	Provision of quality assurance services, such as worldwide inspection and ISO 9000 Quality Management Consultancy, training courses, quality control software packages and specialised labor services
Ownership interest held by Group companies:							
Direct	-	-	-	-	-	-	-
Indirect	100%	100%	98.00%	100%	100%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

Note: the % of ownership of the Group companies reported corresponds to the legal interest.

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Appendix II - Out of the scope of consolidation

Name	Velosi Cameroun Sarl	Velosi Gabon PTE LTD CO (SARL)	Applus Velosi Kenya Limited	Steel Test Secunda (PTY), LTD.
Registered office	Douala, PO Box 15805, Akwa, Cameroon	Cité Shell, Port-Gentil in Gabon, BP: 2 267, Gabon.	3rd floor, Kiganjo House, Rose Avenue Off Denis Pritt Road L.R No 1/1870, Nairobi P.O.Box 50719 - 00200, Nairobi	11 Viscount, Road Bedfordview 2007, South Africa.
Line of business	No line of business	Provision of security and environmental services (HSE), quality control and engineering in the oil and gas sector.	Services of provision of quality control, technical engineering of labor and consulting, Non Destructive Testing and certification, electrical inspection, engineering and project management and supervision of construction services	Inspection of pipes and steel thickness
Ownership interest held by Group companies:				
Direct	-	-	-	-
Indirect	100%	75%	100%	100%

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Name	VAIL Consultancy Services DMCC	Precision for Engineering Services, Project Management, Vocational Training and Importation of Man Power, LLC.	Velosi Jorson Sdn Bhd (Brunei)	Idiada Automotive Technology Rus, LLC
Registered office	DMCC Business Centre - Level No 1 - Jewellery & Gemplex 3 Dubai - United Arab Emirates	Al-Shamasiyah District Section No. 316 Street 15 house 37[1, Basra, Iraq	LOT 5211. Simpang 357, Jalan Maulana, Kuala Belait KA2931, Brunei Darussalam	Russian Federation, 603004, Nijniy Novgorod, prospect Lenina, 115
Line of business	Onshore and offshore services of Oil and Gas	Buy, lease, ownership of personal property, intellectual property and the sale of said goods	Provision of non-destructive testing services (NDT), technological development and transformation and technical consulting.	Engineering, testing and certification
Ownership interest held by Group companies:				
Direct	-	-	-	-
Indirect	80%	100%	50%	80%

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The members of the Board of Directors of Applus Services, S.A. declare that, to the best of their knowledge, the consolidated financial statements of Applus Services, S.A. and subsidiaries (comprising consolidated statement of financial position, consolidated statement of profit and loss, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows and explanatory notes) for 2017, prepared in accordance with applicable accounting policies and approved by the Board of Directors at its meeting on 21 February 2018, present fairly the equity, financial position and results of Applus Services, S.A. and the subsidiaries included in the scope of consolidation, taken as a whole, and that the management report accompanying such consolidated financial statements includes a fair analysis of the business' evolution, results and the financial position of Applus Services, S.A. and the subsidiaries included in the scope of consolidation, taken as a whole, as well as a description of the principal risks and uncertainties they face. All the Directors have signed on this page to certify the above mentioned, except for Mr Richard Campbell Nelson who has not signed as he was not physically present at the Board Meeting in which the accounts have been approved. Nevertheless, Mr Nelson was present at the Board Meeting via videoconference and voted in favour of the approval of the accounts.

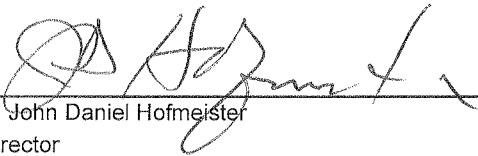
Madrid, 21 February 2018



D. Christopher Cole  
Chairman



D. Ernesto Gerardo Mata López  
Director



D. John Daniel Hofmeister  
Director




D. Fernando Basabe Armijo  
Director



D. Nicolás Villén Jiménez  
Director



Dª. Maria Cristina Henríquez de Luna Basagoiti  
Director



D. Claudi Santiago Ponsa  
Director



D. Scott Cobb  
Director