

2020

Corporate Governance Report

COFIDES 
We invest in development



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This Report has been prepared in compliance with the requirement set out in Article 35 of the Sustainable Economy Law 2/2011, of 4 March.

1. Company identifying details

Corporate name:

Compañía Española de Financiación del Desarrollo, COFIDES, S.A., S.M.E. (hereinafter COFIDES).

Tax Code Number:

A-78990603.

Registered office:

Paseo de la Castellana 278, 28046 Madrid.

Website:

www.cofides.es

Contact person for the purposes of this report:

Ms. Ana Victoria Fernández Sainz de la Maza.
Secretary-General and Secretary of the Board of Directors.

anavictoria.fernandez@cofides.es

COFIDES 
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Company identifying details	Nature of the organization, mandate and structure of the ownership	Decision-making bodies	Advisory and internal management committees	Risk map and control systems	Internal audits	External audits / controls	Other information of interest	Annex I. Invested companies
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2. Nature of the organization, mandate and structure of the ownership

Legal Nature

Public Limited State Company of the type described under Article 111 of Law 40/2015, of 1 October on the Legal Regime of the Public Sector; Article 2 of the General Budget Law 47/2003, of 26 November and Article 166 of Law 33/2003, of 3 November, of Assets Belonging to Public Administrations.

Mandate

COFIDES is a state-owned trading company founded in 1988 that is committed to the Sustainable Development Goals (SDGs). Its aim is to provide medium and long-term

financing for viable private investment projects abroad in which there is Spanish interest, in order to contribute to host country **development** and the **internationalisation** of the Spanish economy and enterprises.

To fulfil this dual purpose, COFIDES uses its own resources to finance investment projects in emerging and developing countries and also manages, on behalf of the State (Secretariat of State for Trade, attached to the Ministry of Industry, Trade and Tourism), the FLEX (Fund for Foreign Investment F.C.P.J.) and FONPYME (Fund for SME Foreign Investment Operations F.C.P.J.) funds which were created in accordance with the Fiscal, Administrative and Social Order Law 66/1997, of 30 December, to finance investment projects abroad regardless of the degree of development of the project host country.

The activities and operation of these two funds are regulated by Royal Decree 1226/2006, of 27 October.

FLEX and FONPYME fulfil their mandate through direct temporary and minority participation in the share capital of Spanish companies with a view to the latter's internationalisation or of companies located abroad

and, in general, through participation in the equity of the aforementioned companies and any other participatory instrument.

FLEX and FONPYME may also be used to take direct temporary and minority participations in already existing or future, capital increase vehicles or funds with official support, or private investment funds that promote the internationalisation of the Spanish companies or economy.

COFIDES also lends support to the Agencia Española de Cooperación Internacional para el Desarrollo (AECID) (Spanish International Cooperation for Development Agency) in managing FONPRODE (Development Promotion Fund), one of the main channels through which Official Development Assistance is executed. COFIDES began lending its support to AECID in October 2015. This support is limited to reimbursable cooperation operations whose objective is the social and economic development of partner countries where investments or transfers of reimbursable economic resources are carried out. Pursuant to Article 7.3 (e) of the FONPRODE regulation approved by Royal Decree 597/2015 of 3 July, COFIDES has a member on the Executive Committee

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2. Nature of the organization, mandate and structure of the ownership

of FONPRODE with voice but without voting rights.

Moreover, COFIDES is one of the accredited entities for the delegated management of the European Union budget. It can present, inter alia, combined financing operations, known as Blending Facilities (a financing instrument that combines a non-reimbursable contribution or one with high levels of concessionality from the European Union (EU), with reimbursable financing).

In the field of blended financing, COFIDES is an entity accredited by the European Commission for delegate management of community budgets, which authorises it to manage, among other resources, those allocated to blending facilities, as well as budgetary guarantees awarded by the European Union.

COFIDES is also accredited by the Green Climate Fund (GCF), a United Nations initiative to finance climate change mitigation and adaptation projects in developing countries.

It should also be noted that, at the date of issue of this report, COFIDES has been awarded management of the Fund for Recapitalization of companies affected by COVID-19, pursuant to Royal Decree-Law 5/2021, of 12 March, of extraordinary measures to support business solvency in response to the COVID-19 pandemic.

Company Share Capital

The company's share capital amounts to EUR 39,396,343.44, and is represented by 6,555 shares, all of the same class and with the same rights.



16/12/2014

Date of Last Change



39,396,343.44 €

Share Capital



6,555

Number of Shares

2. Nature of the organization, mandate and structure of the ownership



Shareholding

COFIDES is a public-private mixed capital company whose shareholding distribution is reflected in the graph that appears on this page.

COFIDES does not have treasury stock.

Changes in shareholding structure

There were no changes in the shareholding structure in fiscal year 2020.

Restrictions on the transfer of shares

In the case of transfer of shares by a shareholder, the other shareholders and, alternatively, the Company itself, are granted the right of first refusal of the shares that are intended to be sold. This right of first refusal may be exercised in accordance with the terms set out in the Articles of Association.

Ministry to which it is attached

Although COFIDES is not officially attached to any ministry because it is a trading company owned mostly by public sector entities and not wholly owned by the General State Administration or by its public agencies, it is a company which, in practice, answers to the Ministry of Industry, Trade and Tourism through the Secretariat of State for Trade.

Classification group of state trading companies

Under the Ministerial Order of 30 March 2012 approving the classification of state trading companies in accordance with Royal Decree 451/2012, of 5 March, COFIDES falls within Group 2.

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COFIDES General Shareholders' Meeting.

3. Decision-making bodies

COFIDES has the following corporate bodies in accordance with the provisions of its articles of association:



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3. Decision-making bodies

3.1 GENERAL SHAREHOLDERS' MEETING



3.1.1 Name

General Shareholders' Meeting (GSM).

3.1.2 Applicable Regulations

Applicable to the COFIDES Annual General Meeting or General Shareholders' Meeting are: Capital Companies Act, their Articles of Association and the Board Regulations.

3.1.3 Functions

The legally constituted General Shareholders' Meeting is the Company's sovereign body and its validly adopted agreements are binding on all shareholders, including those who abstain in a vote, dissenters and absentees, without prejudice to the rights to which they may be entitled subject to applicable laws.

3.1.4 Types of Meetings

Articles 159 et seq. of the Capital Companies Act govern types of meetings, call requirements, constitution of the ordinary or extraordinary General Shareholders' Meeting, quorum, representation, time and place of meetings, minutes and their approval.

The General Meeting may be constituted without the need for a prior call to deal with any matter when the attendees, accounting for all

the paid-up share capital, unanimously agree to hold said meeting.

In 2020 there was a change to, among other articles, 14 in the COFIDES Articles of Association and, consequently, to the Regulations of the General Shareholders' Meeting to expressly contemplate (i) the possibility of holding the Meetings by videoconference or other remote communication means, (ii) proxy vote through the same means, and (iii) entering into agreements in writing and without a meeting.

3.1.5 Chairperson and Secretary

The Chairperson and Secretary of the Meeting, respectively, shall be the same people who hold those posts on the Board of Directors or their legal replacements or, failing that, the Chairperson shall be the representative of the public shareholder holding the greatest number of shares and the secretary designated by the GSM itself.

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3. Decision-making bodies

3.1 GENERAL SHAREHOLDERS' MEETING

3.1.6 Right to attend

All shareholders who hold at least one share five days prior to the date of the General Meeting may attend and must retain their ownership of said shares during this period.

Share consolidation is permitted for attendance at meetings and to exercise voting rights.

Technical directors and other persons who have a stake in the smooth running of business affairs may also attend the General Shareholders' Meetings.

The Chairperson of the General Meeting may authorize the attendance of any other person s/he deems appropriate.

3.1.7 Right to vote and majorities for the adoption of company resolutions

Shareholders are entitled to one vote for each share they hold. Shareholders who are not up to date on their payment of capital calls may not exercise voting rights.

Agreements require votes in favour of one half plus one of the shareholders attending the meeting (in person or remotely) present or represented, except in cases where the law provides for a greater majority. In the event of a tie, the Chairperson shall cast the deciding vote.

Although shareholders may group together to exercise their voting rights, the Company has no knowledge of the existence of shareholder agreements.

3.1.8 Mechanisms available to shareholders to communicate recommendations or observations to the highest governance body

Since 2013, a system for convening meetings and communicating with shareholders through the private area of the COFIDES corporate website has been implemented.

In 2020, an independent portal was implemented, 'COFIDES Integrity', included in the COFIDES corporate website where employees, providers, customers, individuals, groups, communities and third parties may send suggestions, complaints or report knowledge about an alleged crime; ethical infringement by the Company; or if they have been adversely affected by a project financed or planned by COFIDES.

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3. Decision-making bodies

3.1 GENERAL SHAREHOLDERS' MEETING

3.1.9 Main agreements

- a) Ordinary General Shareholders' Meeting held on 27 May 2020 to approve Annual Accounts and Management Report for fiscal year 2020, as well as maximum annual overall remuneration for the directors for fiscal year 2020 and subsequent years.
- b) Extraordinary and Universal General Shareholders' Meeting held on 22 July 2020 for approval of (i) change to Articles of Association in Articles 6,11,14, 22, 25bis and 31; (ii) approval of the General Shareholders' Meeting Regulations and (iii) resignation and appointment of directors, in particular noting that the appointed director is an independent director.
- c) Extraordinary and Universal General Shareholders' Meeting held on 28 October 2020 to approve appointment of account auditors.



Company identifying details	Nature of the organization, mandate and structure of the ownership	Decision-making bodies	Advisory and internal management committees	Risk map and control systems	Internal audits	External audits / controls	Other information of interest	Annex I. Invested companies
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3. Decision-making bodies

3.2 BOARD OF DIRECTORS



3.2.1 Name

Board of Directors.

3.2.2 Applicable Regulations

Applicable to the COFIDES Board of Directors are: The Capital Companies Act, Royal Decree 451/2012, of 5 March, regulating the remuneration regime of the top management in the public business sector and other entities (RD 451/2012), the Order issued by the Minister of Finance and Public Administrations dated 30 March 2012 approving the classification of state-owned companies (OM 03/30/12), its Articles of Association and the Board Regulations and operating procedure dated 30 December 2015.

3.2.3 Functions

The Board of Directors is responsible for the management, representation, administration and oversight of the company.

3.2.4 Structure and Composition

In accordance with the provisions of Royal Decree 451/2012 and the Ministerial Order of 30/03/12, the Board of Directors may not be composed of fewer than three or more than 12 members and these may be natural or legal persons. The articles of association of COFIDES provide that its Board of Directors will be composed of a minimum of four and a maximum of twelve members.

Accordingly, the current structure of the Board of Directors of COFIDES on 31 December 2020 was the following:

¹ The Board Regulations were updated in accordance with a Board agreement during their meeting on 24 March 2021.

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3. Decision-making bodies

3.2 BOARD OF DIRECTORS

Name of Director	Proposed by	Category	First appointment	Last appointment	Election procedure
 Mr. José Luis Curbelo Ranero	ICEX	Chairperson and CEO	31/07/2018		GSM
 Mr. Antonio Bandrés Cajal	ICO	Director	25/09/2018		GSM
 Mr. Alfonso Noriega Gómez	ICO	Director	25/09/2019		GSM
 Mr. Pablo de la Torre Rodríguez	Banco Popular*	Director	30/11/2016		GSM
 Mr. Javier Estévez Zurita	BBVA	Director	30/04/2012	26/05/2017	GSM

* When Mr. de la Torre was appointed, Banco Popular was a shareholder of COFIDES.

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3. Decision-making bodies

3.2 BOARD OF DIRECTORS

	Name of Director	Proposed by	Category	First appointment	Last appointment	Election procedure
	Mr. Fernando Jiménez-Ontiveros Diego	ICEX	Director	28/11/2018		GSM
	Mr. Pablo López Tallada	BBVA	Director	25/09/2018		GSM
	Mr. David Noguera Ballús	Banco de Sabadell	Director	23/02/2017		GSM
	Mr. Juan Ignacio Moratinos Alonso	ENISA/ICEX/ICO	Director	29/11/2017		GSM
	Ms. María Aparici González	ICEX	Director	25/09/2019		GSM

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3. Decision-making bodies

3.2 BOARD OF DIRECTORS

Name of Director	Proposed by	Category	First appointment	Last appointment	Election procedure
 Mr. Jaime Uscola Lapiedra	Banco Santander/ICEX/ICO/CAF	Director	25/09/2018		GSM
 Ms. Idoia Arteagabeitia González	Pinsent Masons España	Independent Director	22/07/2020		GSM

Total number of Directors: 12

 Ms. Ana Victoria Fernández Sáinz de la Maza		Secretary (not Director)			
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3. Decision-making bodies

3.2 BOARD OF DIRECTORS

3.2.5 Procedure whereby composition, training, compatibility and diversity indicators are determined

In accordance with the provisions of the 12 February 1988 Agreement of the Council of Ministers, the Capital Companies Act, COFIDES Articles of Association and the Board of Directors Regulations, as a general rule, Board members are appointed by agreement of the General Shareholders' Meeting, at the proposal of the shareholders, for a period of five years and may be reelected one or more times for periods of the same maximum duration.

Notwithstanding the foregoing, the system of appointment by co-optation by the Board of Directors is also applicable when necessary.

All Board members have accredited that they have the capacity and academic training to properly perform the duties required by their posts.

Likewise, all Board members have expressly stated, on an individual basis, that they have no legal conflict of interest in accordance with the provisions of Law 5/2006, of 10 April on regulation of conflicts of interest of government members and senior officials of the General State Administration in force up to 20 April 2015, or as the case may be, of Law 3/2015, of 30 March regulating senior officials of the General State Administration, depending on the date of their respective appointment, and with the provisions of Law 14/1995, of 21 April on conflicts of interest of senior officials of the Autonomous Community of Madrid, and that have not been indicted or against whom oral proceedings have not been initiated in a criminal or commercial procedure.

Likewise, Board members have been instructed of their obligation to avoid situations of conflict of interest. In 2020, a Board member informed the Board of an isolated situation of conflict of interest in relation to a specific matter under discussion by the Board and therefore abstained from participating in the debate and from taking the corresponding decision.

Seven Board members and the Chairperson of COFIDES, out of the total of 12, are considered independent Board members within the meaning of Article 140.3 of Royal Decree 1373/2009, of 28 August approving the General Regulation of Law 33/2003, of 3 November governing Assets belonging to Public Administrations, *“administrators who do not render services for or who do not have a labour or professional relationship with the Directorate General for State Property or with the public agency that is a company shareholder; with the body regulating the company's stated activity; or*

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3. Decision-making bodies

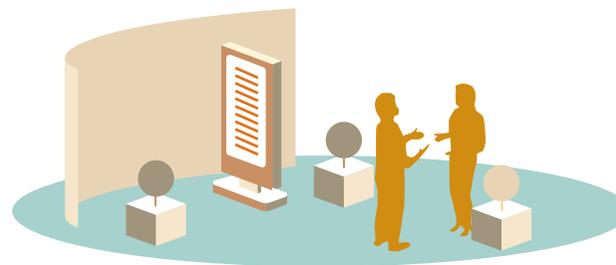
3.2 BOARD OF DIRECTORS

with the Ministry charged with overseeing the company”.

NUMBER OF DIRECTORS ON THE BOARD (according to the definition of independent director of the Law 33/2003 governing Assets belonging to Public Administrations)		
Types	Total	Women
Executive Chairperson	1	0
Executive		
Proprietary	4	1
Independent	7	1
TOTAL	12	2

In accordance with the definition of independent director under Article 529 (duodecies) of the Capital Companies Act, “Independent board members shall be those who, appointed in accordance with their personal and professional conditions, are able to perform their duties free of all influence from relations with the company or its group, its significant shareholders or its executives”, distribution of the Board is as follows tables.

Of the 12 Directors, 2 are women, which represents 16.7%, and the remaining 10 are men, that is, 83.3%.

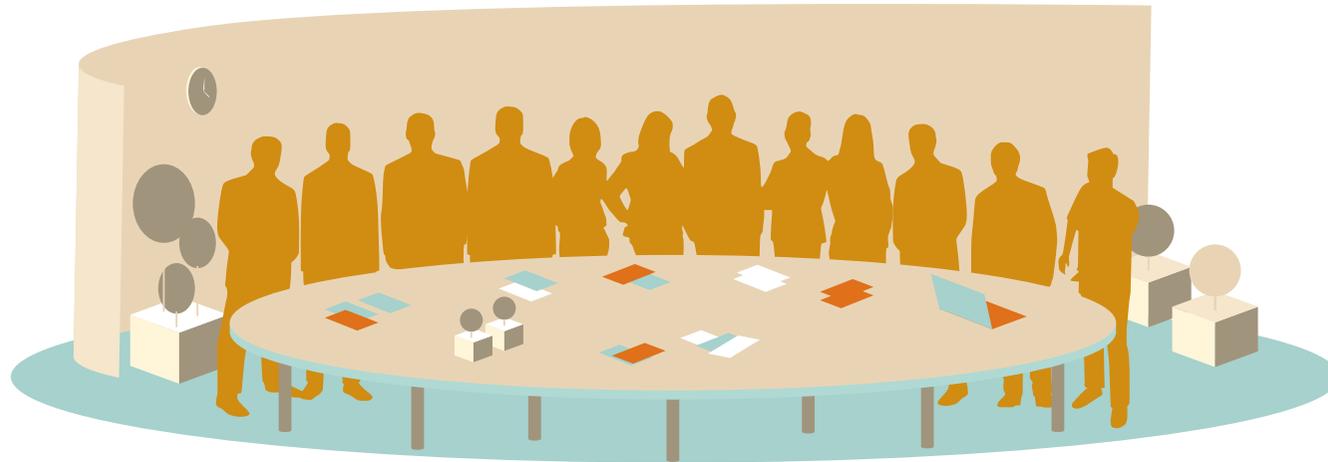


NUMBER OF DIRECTORS ON THE BOARD (according to the definition of independent director of the CCA)		
Types	Total	Women
Executive Chairperson	1	0
Executive		
Proprietary	9	1
Independent	2	1
TOTAL	12	2

3. Decision-making bodies

3.2 BOARD OF DIRECTORS

	Number of women on the Board						% of total Directors					
	2020	2019	2018	2017	2016	2015	2020	2019	2018	2017	2016	2015
Executives	0	0	0	0	0	0						
Proprietary	1	1	1	2	3	3	16.7%	8.3%	8.3%	16.6%	25%	25%
Independent	1	0	0	0	0	0						
Other External	0	0	0	0	0	0						
TOTAL	2	1	1	2	3	3	16.7%	8.3%	8.3%	16.6%	25%	25%



3. Decision-making bodies

3.2 BOARD OF DIRECTORS

3.2.6 Resignations and appointments during the fiscal year

RESIGNATIONS			
Name of Director	Category	Last appointment	Date of resignation
Mr. José Corral Vallespín	Director	27/09/2017	22/07/2020

APPOINTMENTS		
Name of Director	Category	First appointment
Ms. Idoya Arteagabeitia González	Independent Director	22/07/2020

3.2.7 Other posts held by Directors in other Boards or Executive Bodies of other Companies²:

The following directors hold posts in other boards or executive bodies::

Mr. Antonio Bandrés Cajal is a Director of Axis Participaciones Empresariales SGEIC, S.A, S.M.E (Private Equity Manager); member of the Investment Committee of FondICO Infraestructuras (Private Capital Fund); Chairman of the Management Board of the Marguerite Fund I (Private Capital Fund); Member of the Advisory Board of the Marguerite Fund II (Private Capital Fund); and member of the Executive Committees of the Fund for Foreign Investment, F.C.P.J. (FIEX) and the Fund for SME

Foreign Investment Operations F.C.P.J. (FONPYME).

Mr. Alfonso Noriega Gómez is Vice President of the ICO Foundation.

Mr. David Noguera Ballús is Chairman of Sabadell Corporate Finance, S.L. Unipersonal.

Ms. Idoya Arteagabeitia González is an independent director of SAREB and Chairwoman of its Remuneration and Appointments Committee; independent Director at Mercedes Benz Financial Services, EFC and Chairwoman of its Audit Committee and its Remuneration and Appointments Committee and member of the Board of Directors of Pinsent Masons España SLP.

Mr. Jaime Uscola Lapiedra is a Member of the Management Board of the Club of Spanish Exporters and Investors.

² Mr. Javier Estévez Zurita has been a director at Greenward Partners since March 2021.

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3. Decision-making bodies

3.2 BOARD OF DIRECTORS

3.2.8 Directors' Remuneration

a) Allowances for attending Board Meetings: COFIDES Directors are remunerated in the form of attendance allowances provided for under Article 217.2.d of the Capital Companies Act and under Article 24 of the Company's Articles of Association, with the exception of its Chairperson, in accordance with the provisions of Royal Decree Law 3/2012, of 10 February on urgent measures for the reform of the labour market and RD 451/2012.

None of the Directors, except for the Chairman-CEO, are considered senior officials or senior executives, in the terms contemplated in Royal Decree 451/2012 of 5 March, regulating the remuneration system for the top management in the public business sector and other entities and Law 3/2015 of 30 March, regulating the functions of senior officials of the General State Administration, so that, except for

the abovementioned Chairman-CEO, all members of the Board of Directors are entitled to receive allowances to attend the Board Meetings.

Directors Mr. Jaime Uscola and Mr. Pablo de la Torre have received no allowances for attending Board Meetings in 2020 as they relinquished them.

b) The Chairman-CEO receives no allowances for attending Board of Directors Meetings, but he does receive compensation as contemplated in point 3.3.4 of this report.

The annual remuneration of the Directors, in accordance with that contemplated in Section 3 of Article 217 of the Capital Companies Act, was approved at the General Shareholders' Meeting on 27 May 2020, and in no case will it exceed the maximum amounts legally contemplated in the Order communicated to the Ministry

of Treasury and Public Administrations dated 8 January 2013, and applicable regulations for managers and top level officials in the public sector (Royal Decree Law 3/2012, of 10 February, of urgent measures to reform the labour market and RD 451/2012 of 5 March, regulating the remuneration system for top level officials and managers in the public business sector and other entities).



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3. Decision-making bodies

3.2 BOARD OF DIRECTORS

3.2.9 Types of Board Meetings

The possibility is contemplated of holding Board meetings in-person and virtually (through a videoconference system or any other medium of remote communication) in accordance with the operating procedure of the Board of Directors dated 30 December 2015 and the Regulations of the Board of Directors dated 24 February 2016, a document which on the date of issue of this report, has been subject to a second review, dated 24 March 2021, in order to align its contents with the COFIDES Articles of Association.

Likewise, the Board of Directors meetings will be universal if all Directors are present (either in person or through remote means) and they unanimously decide to hold the meeting.

3.2.10 Call of meetings. Procedure. Reserved matters and delegation of vote

The Board of Directors meets when convened by the Chairperson or whoever acts as such, or at the request of one third of the members of the Board, as many times as necessary for the proper functioning of the Company and at least once every quarter.

At these meetings the Board supervises, identifies, approves and manages the economic, environmental and social performance of the Company, including related risks and opportunities, as well as compliance with internationally agreed standards and codes of ethics and conduct.

Calls for Board meetings and their corresponding agenda must be made at least forty-eight

hours in advance, except in urgent cases as determined by the Chairperson.

The Board will be validly constituted when there is attendance, either in person or by any other remote means of communication, either present or represent, of half plus one of the total members.

A Board meeting may be held with no prior notice if all Directors are present and unanimously decide to hold the meeting.

Directors may be represented at the meetings of the Board by other attending Directors. Said representation must be formalised by means of a written document submitted prior to the meeting.

Moreover, since 2013, a system for convening Board meetings was implemented through the private area of the COFIDES corporate website.

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3. Decision-making bodies

3.2 BOARD OF DIRECTORS

3.2.11 Agreement adoption scheme

Once the Board meeting has been validly constituted, resolutions are adopted by absolute majority of votes cast by members and their representatives. In the event of a tie, the Chairperson casts the deciding vote.

Minutes are taken of Board meetings and may be approved at that same session or at the following one. Minutes are signed by the Secretary, with the approval of the Chairperson; certification of the agreements taken at the meeting are issued in the same way when such certification is required.

Out-of-meeting voting in writing is allowed provided that no Director opposes this procedure.

The minutes of the sessions are recorded in a Book of Minutes that must be electronically legalized on an annual basis.

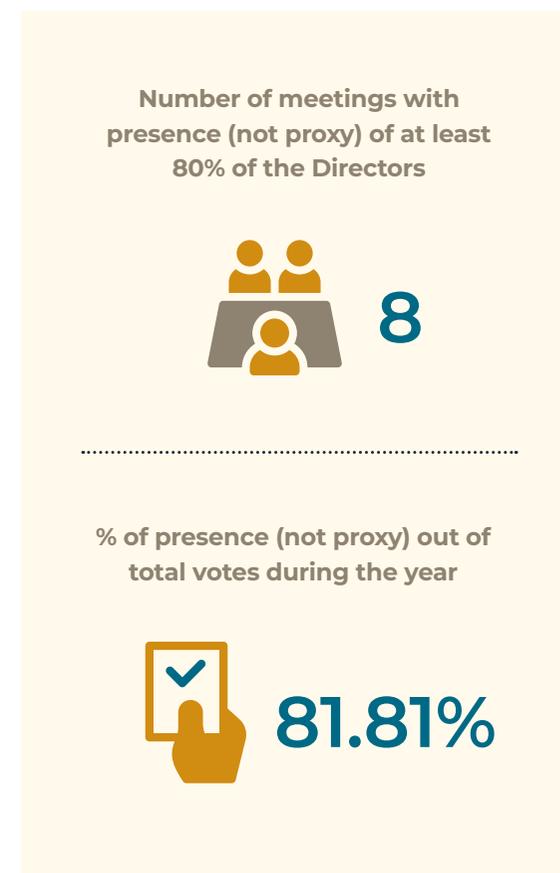
Since COFIDES was established, there have been no changes to the Articles of Association as concerns the way this administrative body adopts decisions.

3.2.12 Number of meetings and main agreements

In 2020, 11 meetings were held (2 in person and 9 by videoconference) and 1 Board agreement was entered into in writing, without a meeting.

Number of meetings held without the participation of one of the members and without a proxy vote: at two meetings, one of the directors was neither present nor delegated their vote.

In 2020, all members of the Board were present or properly represented at 9 of the 11 sessions of the COFIDES Board of Directors.



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3. Decision-making bodies

3.2 BOARD OF DIRECTORS

Following are the main agreements adopted by the Board in 2020:

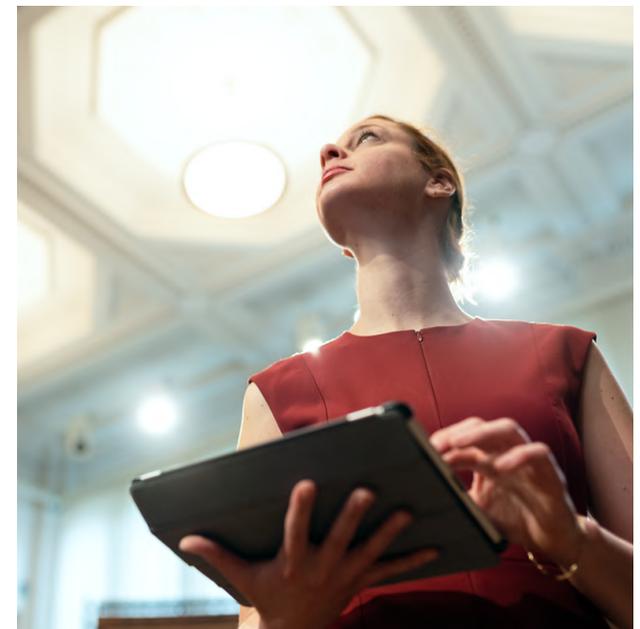
- Board Meeting of 29 January 2020: Approval of impact investing and sustainable financing strategy.
- Board Meeting of 25 March 2020: Preparation of corporate annual accounts for fiscal year 2019, delegation to the Board, approval of refinancing operations, payment deferrals, etc., in order to expedite this type of operations in the context of the COVID-19 crisis; approval of the External Expert's follow-up report of 2019 and Remedial Plan; as well as approval of the risk self-assessment report regarding AML/CFT.
- Board Meeting of 29 April 2020: Change to the Application of Earnings Proposal due to the COVID-19 crisis and recommendations from the European Central Bank and

submission for approval at the General Shareholders' Meeting in May 2020.

- Board Meeting of 27 May 2020: Distribution of annual maximum remuneration of Directors for 2020.
- Board Meeting of 25 June 2020: For the purpose of good governance, it was agreed to establish a maximum of 9 years for provision of the external auditing service with the same firm.
- Board Meeting of 22 July 2020: Approval of Regulations for the Audit and Risk Committee; resignation of the Executive Chairman as member of the Audit and Risk Committee and appointment of an independent director in his place.
- Board Meeting of 30 September 2020: Approval of COFIDES's participation in EDFI Management Company.

3.2.13 Advisory Committees

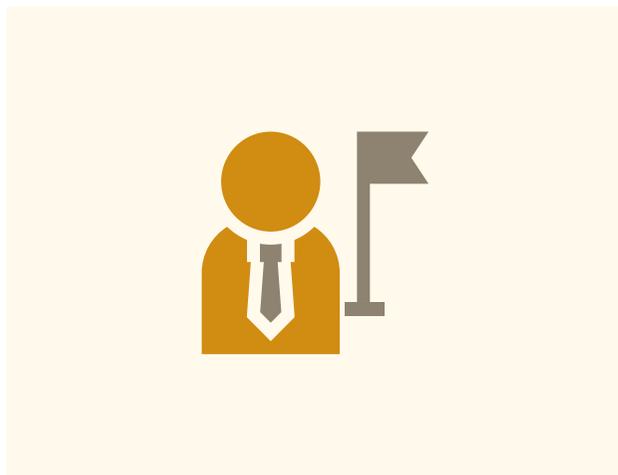
At present there is one Advisory Committee, the Audit and Risk Committee.



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3. Decision-making bodies

3.3 CHAIRPERSON AND CEO



3.3.1 Appointment

It is the duty of the Board of Directors to appoint the Chairperson and CEO of COFIDES, subject to the latter's appointment as a Company Director at the General Shareholders' Meeting at the proposal of ICEX.

The Chairperson of COFIDES has the status of senior official of the State Administration.

3.3.2 Engagement

The engagement of the current Chairperson as the Company's Chief Executive and his contract were approved unanimously by the Board of Directors on 31 July 2018 in accordance with the provisions of Article 249.3 of the Capital Companies Act and subject to Royal Decree Law 3/2012, of 10 February on urgent measures for the reform of the labour market and RD 451/2012, of 5 March regulating the remuneration regime of the top management in the public business sector and other entities.

The commercial contract signed with the Chairman conforms to the model approved by the Minister of Treasury through Order of 30 March 2012 issued by the Minister of Treasury and Public Administrations approving the forms used for commercial and senior management contracts and authorised by the Counsel for the State.



President of COFIDES, Mr. Jose Luis Curbelo Ranero.

3.3.3 Functions

The Chairperson performs the following duties, inter alia:

1. Represent the Company and its Board of Directors.
2. Preside over the General Shareholders' Meeting, guide its discussions and

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3. Decision-making bodies

3.3 CHAIRPERSON AND CEO

deliberations, organise shareholder interventions and set the duration of each intervention and ensure that discussions are held in an orderly manner.

3. Ensure compliance with the Articles of Association and the agreements taken by the Board.
4. Assume responsibility for the governance and oversight of the services provided by the Company.
5. Preside over the Board of Directors, convene its meetings and its executive or advisory committees, set the agenda for and preside over the aforementioned meetings, steer deliberations, break ties by casting the deciding vote and adjourn sessions.
6. Propose to the Board the appointment and removal of the Secretary of the Board and the CEO of the Company.

7. The powers delegated to the Chair by the Board of Directors.

The Board of Directors has delegated all the powers, except those that cannot legally be delegated, to the current Chairperson of COFIDES, Mr. Jose Luis Curbelo Ranero, in his capacity as CEO of the Company.

3.3.4 Remuneration

The Chairman's remuneration is included in the total amount authorized at the General Shareholders' Meeting and the individual one approved by the Board of Directors and is lower than the total maximum amounts contemplated in the regulations on remuneration of the top managers in the public business sector. The base annual remuneration plus annual supplemental pay for position as Chairman of COFIDES during 2020 amounted to 121,539.81 euros and the variable supplement amounts to a maximum of 36,461.94 euros if the annual objectives set

are achieved. Having achieved the above annual objectives corresponding to fiscal year 2020, the Chairperson has received the above amounts in full.

3.3.5 Allowances for attending Board of Director Meetings

Pursuant to Royal Decree Law 3/2012, of 10 February on urgent measures for the reform of the labour market and to RD 451/2012, the Chairman of COFIDES does not receive allowances for attending the Board of Directors meetings of this institution.

3.3.6 Compensation scheme for dismissal

In accordance with Royal Decree Law 3/2012, of 10 February on urgent measures for the reform of the labour market and Royal Decree 451/2012 and other applicable laws, the Chairperson is not entitled to any compensation for dismissal under his service contract.

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4. Advisory and internal management committees

4.1 AUDIT AND RISK COMMITTEE

4.1.1 Name

Audit and Risk Committee.

4.1.2 Applicable Regulations

The Audit and Risk Committee of COFIDES is ruled by the Board of Directors' Agreement for the creation of the Committee and Article 25bis in the Articles of Association and the Regulations of the Audit and Risk Committee, approved by the Board of Directors on 22 July 2020.

4.1.3 Functions

The Audit and Risk Committee is responsible, essentially, for continuous monitoring of financial and non-financial information, internal audit; control and management of financial and non-financial risks and the relationship with the account auditor as well as control and assessment of their independence.

4.1.4 Composition

The Committee is made up of a number of Directors that may be no fewer than 3 and no more than 5, appointed by the Board of Directors. The Committee Chairperson appointed must be an independent director and, unless they resign or agreed by the Committee, their appointment as Chairperson shall remain in effect as long as they are a member of the



4. Advisory and internal management committees

4.1 AUDIT AND RISK COMMITTEE

Committee, with a maximum of eight consecutive years. Whoever is the Secretary of the Board, shall be the Secretary of the Committee, attending with voice but no vote.

Accordingly, the structure of the Audit and Risk Committee of COFIDES in place on 31 December 2020 was the following:



Name of Director	Category	First appointment	Last appointment	Election procedure
Ms. Idoya Arteagabeitia González	Chairperson Independent Director	22/7/2020		By the Board
Mr. Pablo de la Torre Rodríguez	Director	26/6/2019		By the Board
Mr. Pablo López Tallada	Director	26/6/2019		By the Board
Ms. María Aparici González	Director	25/9/2019		By the Board
Total number of Directors: 4				
Ms. Ana Victoria Fernández Sainz de la Maza	Secretary (not Director)	26/6/2019		By the Board

4. Advisory and internal management committees

4.1 AUDIT AND RISK COMMITTEE

4.1.5 Resignations and appointments during fiscal year 2020

RESIGNATIONS/DISSMISSALS			
Name of Director	Category	Date of appointment	Date of resignation
Mr. José Luis Curbelo Ranero	Chairperson	26/6/2019	22/7/2020

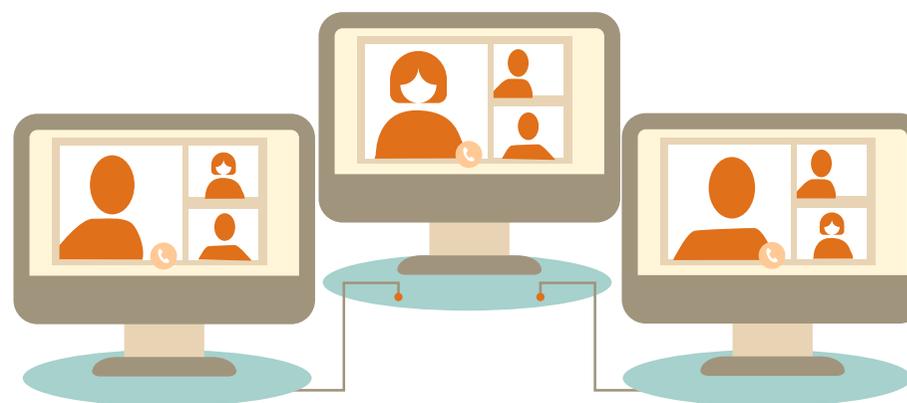
APPOINTMENTS		
Name of Director	Category	Date of appointment
Ms. Idoya Arteagabeitia González	Chairperson Independent Director	22/7/2020

4.1.6 Remuneration

Even though Article 24 of the Articles of Association sets out that the position of member of the Audit and Risk Committee shall be remunerated, provided the applicable regulations allow this, on 31 December 2020, said remuneration was not authorised.

4.1.7 Types of meetings

The possibility is contemplated of holding Committee meetings in person, by videoconference or other remote communications means. Likewise, agreements may be entered into without a meeting, if none of the Committee members object to this system.



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4. Advisory and internal management committees

4.1 AUDIT AND RISK COMMITTEE

4.1.8 Call of meetings. Procedure and proxy vote

The Committee shall meet, at least, twice a year or more frequently if the Company circumstances should so require.

Call for meetings shall be through the private area of the COFIDES corporate website.

The face-to-face or remote Committee meeting shall be validly constituted when the majority of its members are in attendance, either physically or remotely (themselves or by proxy).

Notwithstanding the above, the Committee shall be considered validly constituted without the need for prior notice when all its members are present and they unanimously agree to hold a Committee meeting.

4.1.9 Agreement adoption scheme

All Committee agreements shall be adopted when there is a vote in favour from the majority of the participating members (themselves or by proxy).

Agreements shall be recorded in the Minutes for each session, which shall be drafted by the Secretary of the Committee.

The Board of Directors shall be informed of the contents of these meetings at their following session.

4.1.10 Number of meetings during fiscal year 2020

In 2020, 7 Committee meetings were held on 12/03/2020, 17/04/2020, 20/05/2020, 15/06/2020, 15/07/2020, 21/09/2020 and 26/10/2020.

4.2 STEERING COMMITTEE

4.2.1 Nature and Composition

The Steering Committee is a technical-strategic advisory committee, presided over by the Chairperson/CEO and comprised of, in addition, the Director-General, the Managers of the Divisions of Investment, Risks, Business Development, Development Alliances and the Deputy Director of the Sustainability and Impact Division. Furthermore, the Deputy Director of Public Affairs, International Relations and Research Unit shall attend.

All other deputy directors or staff deemed appropriate in light of the topics to be discussed at each meeting may attend. The meetings will normally be attended by, in addition to the members of the Steering Committee, the deputy directors of the other areas. The General Secretary shall be the Steering Committee's Secretary.

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4. Advisory and internal management committees

4.2 STEERING COMMITTEE

4.2.2 Functions

The Steering Committee is responsible for advising the Chairperson/CEO, as well as assessing and analysing strategic issues that must be addressed by the Board of Directors or the GSM, and the routine and specific ones that are relevant or necessary for the proper functioning of the company.

4.2.3 General Operating Standards

The secretary convenes the Steering Committee by means of a communication sent to all members and guests at least two days in advance, except in the case of urgency.

Steering Committee meetings are held on the dates determined, in general weekly and at any other time at the discretion of the Chairperson.

All members of the Steering Committee may propose items for inclusion on the agenda. To this end, they must submit their proposals reasonably in advance of the session at which they intend to address the matter in question.

The secretary of the Steering Committee provides members with the agenda and supporting documentation for each of the items up for discussion, preferably by electronic means.

At the Steering Committee meeting immediately prior to convening the Board of Directors meeting, the Secretary of the Committee distributes the updated draft of the agenda of that Board meeting for review.

In emergency situations, remote Steering Committee meetings may be held (through email communications).

4.2.4 Remuneration

Pursuant to Royal Decree Law 3/2012, of 10 February on urgent measures for the reform of the labour market and RD 451/2012, remuneration of the Director-General, who is considered a top manager but not a senior official, does not exceed the maximum limits established in applicable laws.

Remuneration of Division Managers not considered top managers in the terms contemplated in regulations on top managers and highest ranking senior officials of the public business sector and other entities, is below that of the Director-General.

4.2.5 Compensation scheme for dismissal of Executive Managers

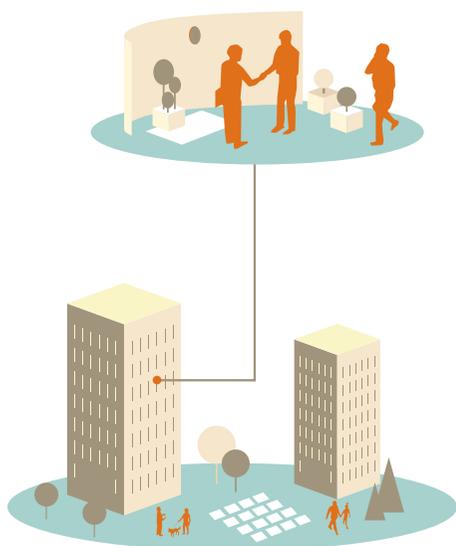
In accordance with Royal Decree Law 3/2012, of 10 February on urgent measures for the

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4. Advisory and internal management committees

4.2 STEERING COMMITTEE

reform of the labour market, RD 451/2012, implementing regulations and the senior management contract concluded between COFIDES and its Director-General, with the approval of the State Counsel, said contract does not provide for any compensation in the case of dismissal.



4.3 OPERATIONS COMMITTEE

4.3.1 Nature and Composition

The Operations Committee is a technical advisory committee, presided over by the Chairperson of COFIDES and comprised of, in addition, the Director-General, the Managers of the Divisions of Investment, Risks, Development Alliances and the Deputy Director of the Sustainability and Impact Division. Furthermore, the Deputy Director of Public Affairs, International Relations and Research Unit shall attend.

All other Division Directors or staff deemed appropriate in light of the topics to be discussed at each meeting, may attend.

The Division Director of the Finance Area is a permanent guest. Also, regular guests are the Division Manager of Business Development and the Division Manager of Internal Control.

The General Secretary shall be the Operations Committee's Secretary.

4.3.2 Functions

The Operations Committee is responsible for advising the Chairperson/CEO and the Director-General, as well as assessing and analysing matters related to investment operations and portfolios managed by COFIDES.

4.3.3 General Operating Standards

The Operations Committee was established in 2020 when the Steering Committee was split into two committees.

The Secretary convenes the Operations Committee by means of a communication sent to all its members.

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4. Advisory and internal management committees

4.3 OPERATIONS COMMITTEE

The Operations Committee meetings are held on the dates established, in general, on a weekly basis.

All members of the Operations Committee may propose items for inclusion on the agenda. To this end, they must submit their proposals reasonably in advance of the session at which they intend to address the matter in question.

The secretary of the Operations Committee provides members with the agenda and supporting documentation for each of the items up for discussion, preferably by electronic means. In emergency situations, remote Operations Committee meetings may be held (through email communications).



4.3.4 Remuneration

Participation in the Operations Committee is not remunerated separately.

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5. Risk map and control systems

5.1 RISK MAP

At the beginning of 2020, the Company's Corporate Risk Map was updated, which was presented and discussed at the Audit and Risk Committee and approved by the Board of Directors in March. The most relevant risks monitored have to do with the Company's financial activities and strategy.

These include risks due to a highly competitive and complex environment, the impact resulting from the COVID-19 crisis and the Contingency Plan. There are also opportunities related to business diversification and in particular, management of European funds. Also noteworthy are the Talent Management risks and those related to technology and security, in general. During the year, the Company has undertaken numerous control and mitigation actions to deal with the aforementioned risks.

5.2 CONTROL SYSTEMS

5.2.1 Code of Ethics

The COFIDES Board of Directors approved the Company's first Code of Ethics in September 2005 and it has been reviewed and updated several times since then.

The Code of Ethics contains the Company's values and principles that serve to guide its professional activity, describing both the conduct that COFIDES expects from its professionals and the way the Company should treat its stakeholders. It is integrated into COFIDES's policies of good governance, compliance, crime prevention and corporate responsibility, and applies to directors, senior managers, Company employees, interns and subcontractors during their collaboration with COFIDES.

The Board of Directors is entrusted with overseeing compliance with this Code, as part of the risk management process, with the support of the Compliance Unit.

The complete text is published on the COFIDES website, as part of the Company's ongoing improvement programme. It is regularly reviewed by the Steering Committee. The last revision was on 10/9/2019.

In 2020, an internal survey of all Company employees confirmed its contents are known by all.



5.2.2 Compliance Control System

The Company has a Compliance Committee that meets periodically in order to review the most significant regulatory changes that are applicable to the Company or its activities.

From 2016 to 31/5/2019, the Company outsourced an external regulatory information service in charge of keeping the regulatory map of COFIDES updated and

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5. Risk map and control systems

5.2 CONTROL SYSTEMS

providing the entire company immediate access to it. Since June 2019, this task is carried out internally.

5.2.3 Crime Risk Control System

Since 2015, COFIDES has been designing and implementing a model to oversee and manage crime risks in accordance with the requirements set out in the Criminal Code following the reforms introduced under Organic Law 1/2015, of 30 March amending Organic Law 10/1995 of 23 November, of the Criminal Code.

In 2015, the Company designed its first crime risk map and in 2016 the Company's Board approved the COFIDES Crime Risk Organization and Management model which remained in force in 2020.

As a result of the implementation of the aforementioned model, the Board of Directors

approved the creation of a Compliance Unit, a collegiate body that answers to the Board of Directors and which has autonomous powers to take the initiative and exercise control in this area.

In 2020, the Compliance Unit met twice, on 3 March and 21 December.

The crime risk organization and management model also includes among its annexes, a Procedure regulating the confidential whistle-blowing channel, a corporate tool at the service of all the Company's professionals and employees to facilitate the safe formulation of any query regarding the scope and applicability of the model, and also to inform or report situations of infringement or risk of criminal offence.

No complaints were received in 2020.

In 2020, there were no onboarding sessions due to the lack of new joiners, which is also

the reason why no employee training was delivered. It was postponed until 2021.

In contrast, the Steering Committee and the Compliance Unit were provided with information on operations of the Integrity Channel.

In any case, the whistle-blowing channel contemplated in the Model in effect has remained operative, therefore the possibility of submitting a complaint was not curtailed at any time, in spite of the absence of specific employee training.

Moreover, in 2020 a survey was conducted which shed light on the level of awareness by COFIDES professionals of the Model for Prevention of Crime Risks, and an update of this Model is planned in 2021.

Having identified the level of awareness of this matter as a result of the abovementioned survey, consideration has also given to

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5. Risk map and control systems

5.2 CONTROL SYSTEMS

delivering training to all COFIDES personnel by external experts in 2021.

5.2.4 Corruption Prevention System

COFIDES forcefully rejects all forms of corruption and therefore has implemented a zero tolerance policy in this regard. Since 2001, COFIDES has been collaborating with the OECD National Point in Spain, under the General Directorate for International Trade and Investment, in the dissemination of the Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, hereafter the Antibribery Convention, by attaching a copy of the convention to all project financing contracts and incorporating a compliance clause.

In 2005 COFIDES joined the United Nations Global Compact initiative and is committed to complying with the 10 principles established therein, among which special mention

should be made of the tenth, which provides that “businesses should work against corruption in all its forms, including extortion and bribery”.

Since 2013, COFIDES has had an anticorruption compliance system in place designed to prevent, detect and punish any breach of anti-corruption rules or principles.

The system is driven by the Company’s top management and reaches all employees, managers and directors.

A full revision of the procedure was approved in January 2019.

To date, no cases of corruption have been detected and therefore it has not been necessary to adopt the measures envisaged in the operating procedure.

5.2.5 Anti-Money Laundering and Combating the Financing of Terrorism (AML/CFT) System

Since 2012, COFIDES has been implementing a wide-ranging programme with the overarching objective of preventing the risk of money laundering operations. The main document used to accomplish this is the Procedures Manual for Anti-Money Laundering and Combating the Financing of Terrorism.

Since 2012, COFIDES has been implementing a wide-ranging programme with the overarching objective of preventing the risk of money laundering operations. The main document used to accomplish this is the Procedures Manual for Anti-Money Laundering and Combating the Financing of Terrorism.

The Company has an authorised representative at SEPBLAC and an Internal Control

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5. Risk map and control systems

5.2 CONTROL SYSTEMS

Body (ICB). Since 2015, it also outsources a specialized Technical Unit.

The Board of Directors first approved the Risk Analysis report at its 24 September 2014 meeting. Since then, the report has been updated every year, the Company's risk level being assessed as "low".

At the meeting held on 16/10/2020, the ICB approved the corresponding revision of the Procedures Manual, to include the recommendations in the reports by external experts for the year 2019.

In 2020, no report was received regarding any possible non-compliance with anti-money laundering and combating the financing of terrorism or any possible suspicious operation, through the whistle-blowing channel.

All of this is complemented by an annual training plan for the Company's staff and managers that has been carried out since 2012.

In 2020, the members of the Board of Directors, after the meeting held on 28 January Terrorism.

However, training on these matters was not delivered to employees, since no onboarding sessions were organised due to the lack of new joiners.

5.2.6 Environmental and Social Risk Control System

COFIDES has an environmental and social policy for the management of credit and reputational risks associated with these matters in the operations it finances. Its policy is in line with the international parameters on this subject (standards of the World Bank group and its European counterparts).

For COFIDES, a comprehensive analysis of projects, including matters related to social and environmental aspects, is a key element to mitigate risks which could negatively affect

the viability and sustainability of projects, but it is also an assurance of its commitment to contribute to sustainable development.

In line with this, upon COFIDES joining in 2019 the international initiative Operating Principles for Impact Management (OPIM) led by the International Financial Corporation of the World Bank, COFIDES has conducted internal audits of its impact management strategy and processes in 2020. The results of the same were made public through the World Bank's portal.

5.2.7 Financial Risk Control System

Over the years, COFIDES has adopted a risk-taking policy and criteria and procedures to measure, manage and control such risks affecting individual operations and aggregate ones in the case of the portfolios under its management (COFIDES own resources, FIEX and FONPYME).

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5. Risk map and control systems

5.2 CONTROL SYSTEMS

At operational level, the scope of these risks includes all phases of the project cycle: admission, approval, formalization, monitoring, divestment and, where appropriate, recovery; at portfolio level, the establishment of concentration limits, profitability / risk analysis and the monitoring of deviations from the activity parameters established in the Company's subsequent strategic plans.

Additionally, and taking banking regulations as a reference, the Company has defined a policy for classifying assets in the portfolio and a hedging policy to address value impairment. The value impairment hedging policy is based on an individual analysis of the risk of each one of the operations, the conclusions of which are expressed in terms of an internal rating. In general, impairment is estimated globally for each internal rating category based on a statistical analysis of how financed operations historically evolve.

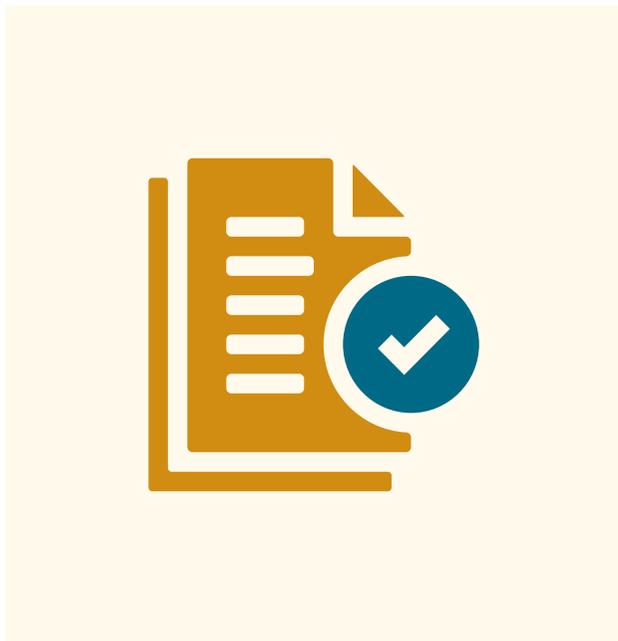
All the aforementioned elements are explained in detail in the Internal Manual of Risk Control Procedures for the Portfolios.

The Risk area is responsible for controlling risk at the aggregate managed portfolio level (COFIDES, FIEX and FONPYME) and also at the individual operations level. It is specifically responsible for the following functions:

- Determine and control risk parameters of medium and long-term managed portfolios.
- Determine Price Policy.
- Conduct macro and microstudies aimed at achieving the objectives set.
- Qualitatively assess investment reports and monitor projects coming from the Operations Department.



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6. Internal audits

COFIDES reinforces its duty to enforce compliance and risk control through the area of Internal Control, as third line of defense,

which reports organically to the Company's Chairperson and functionally to the Audit and Risk Committee created by the Board of Directors. Included among its functions, this Department is responsible for periodically supervising the effectiveness and efficiency of the internal control system and for proposing improvements in its operation and risk control.

As a part of executing the annual Internal Audit Plan, which is approved by the Audit and Risk Committee, it is constantly taking preventive action to control those processes where the greatest deviations occur or those that could have the greatest impact on the Company. The results and recommendations of its internal audits are communicated to the Company or the Committee, as appropriate, so that they may adopt the best measures to improve the internal control system.

In addition to the foregoing, the Control, Internal Audit and Quality area is responsible for the technical coordination of Quality and Protection of Company data.

In 2020, the Company undertook numerous control and mitigation actions to deal with the most significant risks. For its part, the

Internal Control area periodically monitors compliance with the objectives and progress made with regard to the measures adopted to control management risks.

The area executes the Audit Plan for the year, with new features such as the IFC Principles for Impact Audit and Operation of the Organizational Model and Crime Risk Management Audit. Also, among others, we reviewed the Quality Management System ISO 9001:2015. Mandatory annual audits were also conducted on internal regulatory compliance for the prevention of money laundering and the environmental management system of the offices.

During the year, the area supported the Company in the preparation of contingency plans to address COVID-19 in the workplace.

For Data Protection, COFIDES carried out several initiatives to adapt internal operations to the COVID-19 situation, as well as its processing registry. The Integrity Channel on the COFIDES website was adapted to receive requests to exercise rights and privacy and cookies policies were updated to include new compliance requirements.

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7. External audits / controls

7.1 AUDIT OF FINANCIAL STATEMENTS

The Company's auditor Mazars Auditores, S.L.P. was selected through an open contracting procedure and the agreement to hire

this firm for a three-year period was adopted at the Ordinary General Shareholders' Meeting held on 28 October 2020.

Before awarding the contract, the Audit and Risk Committee assessed the independence of Mazars Auditores, S.L.P. and verified that in 2020 no services had been contracted with them other than account auditing, that could put the firm's independence at risk.

Notwithstanding the above, on 28 December 2020, Mazars Auditores S.L.P was contracted to audit the accounts of the EC/Huruma Fund facility in relation to COFIDES's reporting obligations to the EU as manager of the community budget.

In any case, the Company does not believe that there are any objective reasons to question the independence of its auditors.

2020 is the first year audited by this firm, which issued a report with an unqualified opinion on 5 April 2021.

The fees paid to the firm for the audit of fiscal year 2020 will not exceed 0.15% of the Company's turnover.

7.2 AUDIT BY THE GENERAL AUDIT OFFICE OF THE STATE ADMINISTRATION

According to the provisions of Article 116 of the Fiscal, Administrative and Social Order Law 66/1997, of 30 December, the Company is entrusted with the management of two funds with no legal personality, specifically the Fund for Foreign Investment, F.C.P.J. (FIEX) and the Fund for SME Foreign Investment Operations F.C.P.J. (FONPYME).

Audits of the accounts of the aforementioned funds are part of the accountability process of the entities belonging to the state public sector included in the General Budget Act, chapters III and IV under the heading "State public sector accounting" which includes the obligation of having the General Audit Office of the State Administration audit said accounts. Therefore, the annual accounts of the two funds are sent to this Office at the close of the financial year.

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7. External audits / controls

Fiscal year 2020 is currently being audited.

Likewise, in 2020 the General Audit Office of the State Administration conducted an audit of Compliance and Operations for 2019 and projections for 2020, the final report of which was issued with an unqualified opinion on 12 March 2021.

7.3 INSPECTIONS BY THE COURT OF AUDITORS

In accordance with the provisions of Article 4 of Organic Law 2/1982, of 12 May on the Court of Auditors and Article 27 of Law 7/1988, of 5 April on the Functioning of the Court of Auditors, the accounts of the Company and of the funds it manages are sent annually to the Court of Auditors for external, permanent and consumptive oversight as an integral part of the economic and financial activity of the public sector.

Additionally, in 2019 the Court of Auditors inspected fiscal years 2017 and 2018 for the Fund for Investments Abroad and the full Court approved, in its session of 30 April 2020, the Final Accounts Report with an unqualified opinion, accepting its submission to the Spanish Parliament and to the National Government.

7.4 EXTERNAL AUDIT ON ANTI-MONEY LAUNDERING AND COMBATING THE FINANCING OF TERRORISM

In 2020, a full external audit was performed on anti-money laundering and combating terrorism financing in 2019, complying with the guidelines set by Law 10/2010, Royal Decree 304/2014 and Order EHA/2444/2007. The conclusions of the report dated 28/2/2020 were the following:

... “No noteworthy aspect was found that could significantly affect the Company’s anti-money laundering and combating the financing of terrorism system.

Nonetheless, a series of corrections and improvements have been expressed to reinforce the anti-money laundering and combating the financing of terrorism system, as described in Annex II “Corrections and Improvements Proposed” to this Report.

The Entity has the internal control measures and bodies for anti-money laundering and combating the financing of terrorism, based on the following fundamental pillars:

Prior analysis of the anti-money laundering and combating the financing of terrorism risk model.

Company identifying details	Nature of the organization, mandate and structure of the ownership	Decision-making bodies	Advisory and internal management committees	Risk map and control systems	Internal audits	External audits / controls	Other information of interest	Annex I. Invested companies
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7. External audits / controls

Procedures Manual for anti-money laundering and combating the financing of terrorism.

Organization structure for anti-money laundering and combating the financing of terrorism.

Policies and procedures for admission, due diligence, information, internal control, evaluation and risk management, ensured compliance with applicable stipulations and communications.

Policies to file, control and store documents and records.

Training on anti-money laundering and combating the financing of terrorism.

Internal verification of internal control measures.

Policy for communication of breaches and infringements.

Computer software and security measures for compliance with policies related to the above points..."

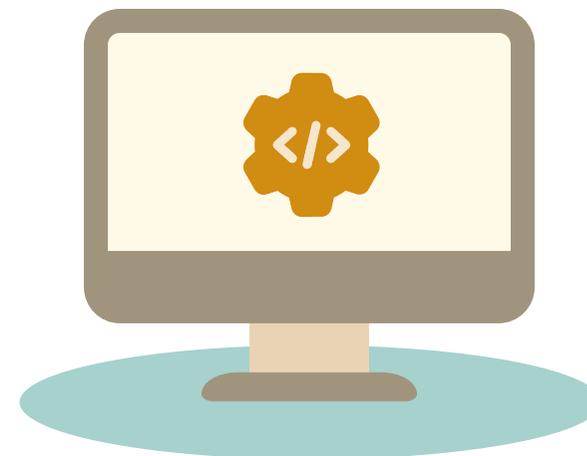


7.5 EXTERNAL AUDIT OF THE QUALITY MANAGEMENT SYSTEM

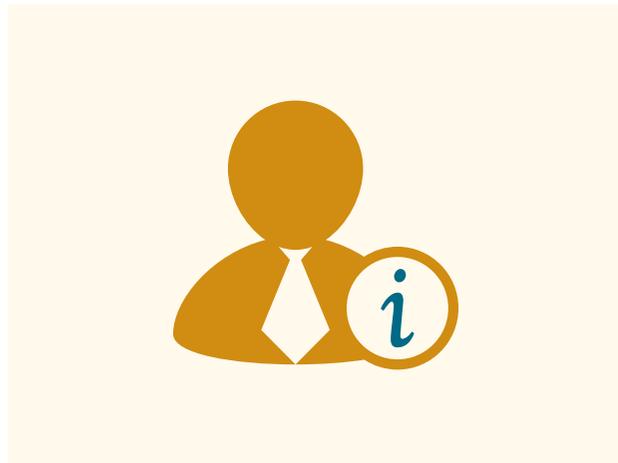
In 2020, an audit was performed for renewal of the AENOR quality management system certificate, in compliance with ISO 9001:2015 by AENOR. This certificate was issued for the first time on 26 October 2005, was most recently renewed on 26 October 2020, and is valid until 26 October 2023.

7.6 AUDIT UNDER THE ORGANIC LAW ON DATA PROTECTION (LOPD)

At the end of the year, COFIDES underwent a successful external audit to extend EU accreditation to the Data Protection Pillar, whose final report will be issued by an independent expert in the following year, together with all the other pillars included in the extension.



Company identifying details	Nature of the organization, mandate and structure of the ownership	Decision-making bodies	Advisory and internal management committees	Risk map and control systems	Internal audits	External audits / controls	Other information of interest	Annex I. Invested companies
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8. Other information of interest

8.1 THE COMPANY'S EXTERNAL CORPORATE COMMUNICATIONS UNIT

In 2020, the External Corporate Communications Unit developed a Communications Strategy based on the 2019-2021 COFIDES Strategic Plan with the aim of disseminating its objectives and establishing the Company's corporate image.

The first integrated COFIDES Annual Report was prepared, together with the Company's Sustainability and Impact area. A single document includes the Activity Report and the Sustainability Report in order to present information clearly and easily to different stakeholders.

COFIDES has remained in constant communication with its main stakeholders: shareholders, customers, the media, and society in general, to strengthen relationships and give them a deeper understanding of the Company. To that end, it has remained active in the media through interviews, opinion articles and press releases which have helped people to gain a better understanding of the Company. Likewise, it has continued participating in briefing breakfasts, events and panel discussions.

This year, we also began managing communications on the Huruma Fund, preparing the communications plan, build the fund's social media and design its website.

The unit collaborated in the organization and production of the 6th edition of the COFIDES Awards for "Internationalisation and Development". The event achieved

one of the Company's communications milestones regarding impact on traditional and social media. Likewise, in November, a hybrid conference was held to present the Huruma Fund which combined in-person and virtual presence of speakers, at the first event broadcast live by COFIDES.

In order to reinforce transparency and broaden communication channels with customers and shareholders, COFIDES has enhanced its presence in social media such as Twitter, LinkedIn and YouTube, where it has been gaining notoriety by providing ongoing and immediate information about the Company's activities.

8.2 SUBSIDIARIES AND INVESTED COMPANIES

COFIDES has no subsidiaries.

Likewise, as a result of its activity with its own resources and with the funds it manages, it holds temporary and minority shares in the entities listed in Annex I on its own behalf or as the manager of FIEX and FONPYME.

Company identifying details	Nature of the organization, mandate and structure of the ownership	Decision-making bodies	Advisory and internal management committees	Risk map and control systems	Internal audits	External audits / controls	Other information of interest	Annex I. Invested companies
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9. Annex I

INVESTED COMPANIES

Operation	Direct Affiliate	Indirect Affiliate	% Shares Direct Affiliate	% Shares Company Project	Type of Capital	Funds
ABENER-ARGELIA-K1	Solar Power Plant One Spa (SPP1)		15.00%		Open	FIEX
GRUPO EMPRESARIAL CUERVA-PANAMA-KIA1	Hidroeléctrica San Lorenzo, S.A.		37.76%		Capital-Interest	FONPYME
AUREOS CAPITAL-AMÉRICA LATINA-K1	AUREOS LATIN AMERICA FUND I (ALAF I)		4.72%		Open	FIEX
BEFESA-MEXICO-K1	Sistemas de Desarrollo Sustentable, S.A. de C.V.		35.00%		Open	FIEX
FELIÚ DE LA PENYA-POLONIA-KIA1	BBB9, Sp.Z.o.o.	Aga Light, S.A.	44.10%	44.10%	Capital-Interest	FIEX
FMO-HOLANDA-K1	The Currency Exchange Fund N.V.		1.10%	1.10%	Open	FIEX
FUNDACIÓN EMPRESA Y CRECIMIENTO-ARGENTINA-K1	PYMAR FUND, L.P.		28.28%	28.28%	Open	FIEX
		Todlem, S.L. (Holding)	22.47%			
GESTAMP-RUSIA-KIA1	Gestamp Holding Rusia, S.L	Gestamp Severstal Vsevolozhsk OOO (Soc. Productiva)		16.87%	Capital-Interest	FIEX
		Gestamp Severstal Kaluga, LLC (Soc. Productiva)		16.87%		

Company identifying details	Nature of the organization, mandate and structure of the ownership	Decision-making bodies	Advisory and internal management committees	Risk map and control systems	Internal audits	External audits / controls	Other information of interest	Annex I. Invested companies
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9. Annex I. Invested companies

Operation	Direct Affiliate	Indirect Affiliate	% Shares Direct Affiliate	% Shares Company Project	Type of Capital	Funds
GESTAMP-CHINA-KIA1	<i>Gestamp Holding China, A.B.</i>	<i>Gestamp Auto Components (Kunsham Co, Ltd)</i>	31.00%	31.00%	Capital-Interest	FIEX
GESTAMP-CHINA-DONGGUAN-KIA1	<i>Mursolar XXI, S.L.</i>	<i>Gestamp Auto Components (Dongguan Co, Ltd)</i>	35.00%	35.00%	Capital-Interest	FIEX
GESTAMP-CHINA-SHENYANG-KIA1	<i>Mursolat XXI, S.L.</i>	<i>Gestamp Auto Components (Shenyang Co, Ltd)</i>	35.00%	35.00%	Capital-Interest	FIEX
ALEATICA-PERÚ AUTOPISTA DEL NORTE-KIA1	<i>Concesionaria Autopista del Norte, S.A.C.</i>		33.00%		Capital-Interest	FIEX
REVERTÉ-MÉXICO-KIA1	<i>Regio Mármol, S.A. de C.V.</i>		29.69%		Capital-Interest	FIEX
REIG JOFRÉ-REINO UNIDO-KIA1	<i>Reig Jofre U.K. Limited</i>		49.00%		Capital-Interest	FIEX
GENERA AVANTE-PANAMÁ-KIA1/KIA2	<i>Electrón Investment, S.A.</i>		17.81% total (15.14% FIEX) (2.67% COFIDES)		Capital-Interest	COFIDES/FIEX
N+1-INTERNACIONAL-K1	<i>ALTERALIA, S.C.A. SICAR I COMPARTMENT</i>		21.25%		Open	FIEX
AURICA-INTERNACIONAL-K1	<i>AURICA III FCR</i>		9.38% total (7.12% FIEX) (1.875% COFIDES)		Open	COFIDES/FIEX
GLOBALVIA-EEUU-KIA1	<i>Magnolia Operations Holdings II LLC</i>	<i>Magnolia Operations Holdings, LLC</i> <i>Pocahontas Parkway Operations, LLC</i>	48.48%	7.36%	Capital-Interest	FIEX

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9. Annex I. Invested companies

Operation	Direct Affiliate	Indirect Affiliate	% Shares Direct Affiliate	% Shares Company Project	Type of Capital	Funds
ORTIZ-COLOMBIA-CONEXIÓN NORTE-K1A1	Autopistas del Noreste, SAS		0.5% total (0.425% FIEX) (0.075% COFIDES)	0.5% total (0.425% FIEX) (0.075% COFIDES)	Open	COFIDES/FIEX
FONDO NORAX-INTERNACIONAL-K1	NORAX GREEN CAPITAL SCA SICAR		14% approx		Open	FIEX
GLOBALVIA-CHILE-K1A1	Globalvia Chile SpA	Sociedad Concesionaria Autopista Costa Arauco S.A.	49% (40.83% FIEX) (8.17% COFIDES)	46.06% (38.38% FIEX) (7.68% COFIDES)	Capital-Interest	COFIDES/FIEX
FONDO COFIDES OMAN FUND-INTERNACIONAL-K1	Spain Oman Private Equity Fund, FCR		48.92% total (48.43% FIEX) (0.49% COFIDES)	48.92% total (48.43% FIEX) (0.49% COFIDES)	Open	COFIDES/FIEX
ORTIZ-COLOMBIA-SISGA-K1/PSEP2/CGK3	Concesión Transversal del Sisga, S.A.S.		24.99% total 21.23% FIEX 3.75% COFIDES	0.425% FIEX 0.075% COFIDES	Open	COFIDES/FIEX
FONDO ALANTRA-INTERNACIONAL-K1	Alteralia II S.C.A. (SICAR-RAIF)		14.63%	14.63%	Open	COFIDES/FIEX
APOTRANS-EEUU-K1A1	Truck & Wheel USA Corporations		36.06% approx		Capital-Interest	FIEX
FONDO ADARA-INTERNACIONAL-K1	ADARA VENTURES III SCA, SICAR		7.82%	8%	Open Capital	FIEX
FONDO NEXXUS-INTERNACIONAL-K1	NEXXUS IBERIA PRIVATE EQUITY FUND I, FCR		8.84%	8.84%	Open Capital	FIEX
FONDO HURUMA-INTERNACIONAL-K1	Huruma Fund S.C.A., SICAR R-EuSEF		1.54%	1.54%	Open Capital	COFIDES
FONDO INVEREADY-INTERNACIONAL-K1	Inveready Venture Finance III, F.C.R – PYME		10%	10%	Open Capital	FONPYME

Company identifying details	Nature of the organization, mandate and structure of the ownership	Decision-making bodies	Advisory and internal management committees	Risk map and control systems	Internal audits	External audits / controls	Other information of interest	Annex I. Invested companies
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9. Annex I. Invested companies

Operation	Direct Affiliate	Indirect Affiliate	% Shares Direct Affiliate	% Shares Company Project	Type of Capital	Funds
FONDO JME-INTERNACIONAL-K1	<i>JME VENTURES III, FCR</i>		5.80%	5.80%	<i>Open Capital</i>	<i>FONPYME</i>
FONDO KFUND-INTERNACIONAL-K1	<i>K FUND II, F.C.R.E.</i>		12.37%	12.37%	<i>Open Capital</i>	<i>FIEX</i>
FONDO KIBO-INTERNACIONAL-K1	<i>Kibo Ventures Fund III, FCRE</i>		9.71%	9.71%	<i>Open Capital</i>	<i>FONPYME</i>



COFIDES



We invest in development

