

**AREA DE SERVICIO COIROS, S.L.U.**

**FINANCIAL STATEMENTS**

**2013**

No. ASC - 0214

Date: 31 March 2014

ACTIVITY:

Audit Report of 2013  
Abridged Financial  
Statements

COMPANY:

AREA DE SERVICIO  
COIROS, SLU

ADDRESS:

C/ San Severo, 18 -28042 –  
MADRID  
PARQUE EMPRESARIAL  
BARAJAS PARK

COMMISSIONED BY:

The General Meeting

ADDRESSED TO:

The Partner

AUDITED DOCUMENTS:

Abridged Financial  
Statements of year 2013

CARRIED OUT BY  
AUDITOR:

L.I. Tahoces Escrivá de  
Romaní  
No. 22.330 of R.O.A.C  
Member of the Spanish  
Institute of Chartered  
Accountants, which is  
member of the F.E.E.,  
I.F.A.C. and I.A.S.B.

**Area de Servicio Coirós S.L.U.**

**BALANCE SHEET AT 31ST DECEMBER 2013**

(Euros)

ASSETS	Notes of the Report	Year 2013	Year 2012	LIABILITIES	Notes of the Report	Year 2012	Year 2012
<b>NON-CURRENT ASSETS</b>		<b>4.484.629</b>	<b>4.633.145</b>	<b>EQUITY</b>	<b>Note 9</b>	<b>2.631.109</b>	<b>2.620.684</b>
<b>Intangible Fixed Assets</b>	<b>Note 5</b>	<b>4.408.674</b>	<b>4.558.970</b>	<b>OWN FUNDS-</b>		<b>2.735.254</b>	<b>2.766.277</b>
Concessions		4.408.674	4.558.970	<b>Capital</b>		<b>1.003.010</b>	<b>1.003.010</b>
<b>Deferred tax asset</b>	<b>Note 11</b>	<b>75.955</b>	<b>74.175</b>	Subscribed capital		1.003.010	1.003.010
				<b>Issue premium</b>		<b>1.817.724</b>	<b>1.817.724</b>
				<b>Reserves</b>		<b>11.078</b>	<b>11.078</b>
				Legal reserve		1.640	1.640
				Voluntary reserves		9.438	9.438
				<b>Negative results from previous years</b>		<b>(65.535)</b>	<b>-</b>
				<b>Year result</b>		<b>(31.023)</b>	<b>(65.535)</b>
<b>CURRENT ASSETS</b>		<b>805.008</b>	<b>522.445</b>	<b>Hedging operations</b>	<b>Note 8</b>	<b>(104.145)</b>	<b>(145.593)</b>
<b>Stocks</b>		<b>-</b>	<b>-</b>	<b>NON-CURRENT LIABILITY</b>		<b>1.986.723</b>	<b>2.160.782</b>
Suppliers down ayment		-	-	<b>Long-term debts</b>		<b>1.986.723</b>	<b>2.160.782</b>
<b>Trade and other receivables</b>	<b>Note 6</b>	<b>78.240</b>	<b>249.074</b>	Debts with credit entities	<b>Note 10</b>	1.828.843	1.943.693
Customers receivables for sales and provision of services		78.240	75.295	Derivatives	<b>Note 8</b>	148.784	207.994
Current tax assets		-	69.821	Other provisions	<b>Note 10</b>	9.096	9.096
Other credits with public administration	<b>Note 11</b>	-	103.958				
<b>Investment in companies of the group and partners</b>	<b>Notes 6 &amp; 15</b>	<b>577.170</b>	<b>124.742</b>	<b>CURRENT LIABILITIES</b>		<b>671.805</b>	<b>374.124</b>
Other financial assets		577.170	124.742	<b>Short-term debts</b>	<b>Note 10</b>	<b>95.420</b>	<b>76.660</b>
<b>Short-term financial investments</b>	<b>Note 6</b>	<b>109.243</b>	<b>104.377</b>	Debts with credit entities		95.420	76.660
Other financial assets		109.243	104.377	<b>Debts with group companies and short-term partners</b>		<b>-</b>	<b>-</b>
<b>Accruals/Deferrals</b>		<b>40.355</b>	<b>44.252</b>	<b>Trade and other payables</b>		<b>576.385</b>	<b>297.464</b>
				Suppliers	<b>Nota 10</b>	576.385	297.464
<b>TOTAL ASSETS</b>		<b>5.289.637</b>	<b>5.155.590</b>	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>5.289.637</b>	<b>5.155.590</b>

The Notes 1 to 16 described in the attached Report form an integral part of the balance sheet at 31st December 2013

**Area de Servicio Coirós S.L.U.**

**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED**  
**AT 31ST DECEMBER 2013**  
 (Euros)

	Notes of the Report	Year 2013	Year 2012
<b>CONTINUED OPERATIONS</b>			
<b>Net revenues</b>	<b>Note 13 a)</b>	<b>519.700</b>	<b>501.588</b>
Provision of services		519.700	501.588
<b>Supplies</b>	<b>Note 13 b)</b>	<b>-</b>	<b>(45.900)</b>
Works carried out by other companies		-	(45.900)
<b>Other exploitation expenses</b>	<b>Note 13 c)</b>	<b>(318.575)</b>	<b>(278.501)</b>
Outside services		(318.034)	(275.095)
Taxes		(541)	(3.407)
<b>Amortization of Fixed Assets</b>	<b>Note 5</b>	<b>(150.297)</b>	<b>(149.996)</b>
<b>Other results</b>		<b>596</b>	
<b>EXPLOITATION RESULT</b>		<b>51.424</b>	<b>27.191</b>
<b>Financial income</b>		<b>15.052</b>	<b>17.190</b>
<b>From shares in equity instruments</b>		<b>15.052</b>	<b>17.190</b>
- In group companies and partners	<b>Note 15</b>	15.044	17.058
- In third parties		8	132
<b>Financial expenses</b>	<b>Note 15</b>	<b>(104.795)</b>	<b>(138.003)</b>
For debts with third parties		(104.795)	(138.003)
<b>FINANCIAL RESULT</b>		<b>(89.743)</b>	<b>(120.813)</b>
<b>RESULT BEFORE TAXES</b>		<b>(38.319)</b>	<b>(93.622)</b>
Profit taxes		7.297	28.087
<b>RESULT OF THE YEAR FROM CONTINUED OPERATIONS</b>		<b>(31.023)</b>	<b>(65.535)</b>
<b>YEAR RESULT</b>		<b>(31.023)</b>	<b>(65.535)</b>

The Notes 1 to 16 described in the attached Report form an integral part of the loss and profit account corresponding to year 2013

**Area de Servicio Coirós S.L.U.**

**STATEMENT OF CHANGES IN EQUITY OF YEAR 2013**  
**a) STATEMENT OF RECOGNIZED INCOMES AND EXPENSES**  
 (Euros)

	Notes of the Report	Year 2013	Year 2012
<b>RESULT OF THE LOSS AND PROFIT ACCOUNT (I)</b>		<b>(31.023)</b>	<b>(65.539)</b>
Cash flow hedges		59.210	(81.203)
Tax effect 2013		(17.763)	24.361
<b>TOTAL INCOMES AND EXPENSES DIRECTLY CHARGED ON EQUITY (II)</b>		<b>41.447</b>	<b>(56.842)</b>
<b>TOTAL TRANSFERS TO LOSS AND PROFIT ACCOUNT (III)</b>		-	-
<b>TOTAL RECOGNIZED INCOMES AND EXPENSES (I+II+III)</b>		<b>10.424</b>	<b>(122.377)</b>

The Notes 1 to 16 described in the attached Report form an integral part of the statement of recognized incomes and expenses corresponding to year 2013

**Area de Servicio Coirós S.L.U.**

**STATEMENT OF CHANGES IN NET EQUITY OF YEAR 2013**

**B.) TOTAL STATEMENT OF CHANGES IN NET EQUITY**

(Euros)

	Capital	Premium of emission	Reserves	Results of years previous	Result of the year	Adjustments for Exchange of Value	TOTAL
<b>FINAL BALANCE OF YEAR 2011</b>	<b>1.003.010</b>	<b>1.817.724</b>	<b>(1.934)</b>	<b>(3.386)</b>	<b>16.398</b>	<b>(88.752)</b>	<b>2.743.060</b>
Other variations of net equity			13.012	3.386	(16.398)		
result distribution			-		(65.535)	(56.842)	(122.377)
<b>FINAL BALANCE OF YEAR 2012</b>	<b>1.003.010</b>	<b>1.817.724</b>	<b>11.078</b>		<b>(65.535)</b>	<b>(145.594)</b>	<b>2.620.683</b>
Other variations of equity				(65.535)	65.535		
Total recognized incomes and expenses					(31.023)	41.447	10.424
<b>FINAL BALANCE OF YEAR 2012</b>	<b>1.003.010</b>	<b>1.817.724</b>	<b>11.078</b>	<b>(65.535)</b>	<b>(31.023)</b>	<b>(104.147)</b>	<b>2.631.107</b>

The Notes 1 to 16 described in the attached Report form an integral part of the statement of changes in net equity corresponding to year 2013

## Área de Servicio Coiros S.L.U

Abridged Report for  
year ending  
31 December 2013

### 1. Incorporation and activity

#### **Incorporation**

Área de Servicio Coiros S.L.U. (hereinafter the Company) was incorporated on 31st May 2010, as a single-member limited liability company for an indefinite period of time. Its corporate address is in calle San Severo 18, 28042 - Madrid.

#### **Corporate Purpose**

The purpose of the Company is:

- a) The operation of service stations, including the sale of fuel, lubricants, radiator coolants and compressed air for tyres, sale of car accessories, vehicle washing services, etc.
- b) The operation of mechanic auto repair shops, considering as such services the repair and replacement of tyres, oil change, setting up, replacement of spark plugs or platinum, etc.
- c) CHR services, including cafeteria services, restaurants, hotel services, retail sale of tobacco products, newspapers, magazines, maps, books, toys, sweets, sports goods, handicrafts and local products.
- d) Repair, conservation, extension, remodelling and maintenance services for works and facilities of any kind, necessary or recommended for the development of Service Areas,
- e) as well as any other activity necessary for the adequate operation of service areas and ancillary activities.
- f) The purchase, sale and rental of materials, vehicles and equipment.

All activities for which special requirements are required by Law and not fulfilled by the Company shall be excluded. If required by Law, any activity subject to the holding of some sort of professional title shall be carried out by a person holding said required title.

The activities included in the expressed corporate purpose may be totally or partially developed indirectly through the holding of shares or stakes in other companies engaging in identical or analogous activities.

The Company is part of Elsamex Group, whose parent company is Elsamex, S.A., with corporate address in calle San Severo, 18, Madrid; this is the company that prepares the consolidated financial statements. The consolidated financial statements of Elsamex Group for the period 2013 have been prepared by the Directors in the meeting of the Board of Directors held on 28th March 2014. The consolidated financial statements for the period 2012 were approved at the General Shareholders' Meeting of Elsamex, S.A., held on 5th June 2013, and they were deposited in the Companies Registry of Madrid. In turn, Elsamex Group is controlled by an international group whose controlling company is "Infrastructure Leasing & Financial Services Limited (IL&FS)", with business address in Bombay [Mumbai] (India) Bandra – Kurla Complex.

## **2. Presentation principles for the abridged financial statements**

### ***2.1 Financial Information Framework applicable to the Company***

The abridged annual accounts have been carried out by the Directors in accordance with the financial information framework applicable to the Company, established in:

- a) Code of Commerce and other additional mercantile legislation.
- b) General Accounting Plan, approved by Royal Decree 1514/2007 and sector adaptations, and in particular, Sector Adaptation of the General Accounting Plan for public infrastructure concessionaire companies, approved by Order EHA/3362/2010 of 23 December.
- c) Mandatory regulations approved by the Institute of Accounting and Accounts Auditing in the development of the General Accounting Plan and complementary rules.
- d) Other applicable Spanish accounting regulations.

### ***2.2 True and fair view***

The accompanying abridged financial statements, which were prepared from the Company's accounting records, are presented in accordance with the Spanish General Accounting Plan approved by Royal Decree 1514/2007 and, accordingly, present fairly the Company's equity, financial position and results of operations for the related year. These abridged annual accounts, which have been prepared by the Company Directors, are to be submitted for the approval of the Sole Shareholder, and are expected to be approved without any amendment.

In compliance with article 257 of the Corporations Law, approved by Royal Legislative Decree 1/2010, of 2nd July, in effect since 1st September 2010, the Company prepares abridged financial statements.

According to corporate legislation in force, the Company has no obligation to submit their abridged annual accounts for auditing; however, and for the sole purposes of improving transparency in financial reporting, the Administrative Body has deemed appropriate to bring these abridged annual accounts for year 2013 for verification of an external auditor. They will be subsequently submitted for approval of the Sole Shareholder, and expected to be approved without modification.

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

Non-obligatory accounting principles have not been applied. In addition, the Directors have prepared these annual accounts taking into consideration the totality of obligatory applicable accounting principles and standards which have a significant effect on said abridged annual accounts. There is not any obligatory accounting principle that has not been applied.

### ***2.4 Critical aspects of valuation and estimation of uncertainty***

In preparing the accompanying abridged financial statements estimates were made by the Company's directors in order to measure certain of the assets, liabilities, income, expenses and obligations reported herein. Basically these estimations refer to the degradation of customer invoices and the calculation of the supplies through creditor invoices pending receipt.

Although these estimates were made on the basis of the best information available at 2013 year-end, 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

### ***2.5 Comparative information***

The information relating to 2012 included in these notes to the abridged financial statements is presented for comparison purposes with that relating to 2013.

## 2.6 Grouping of items

Certain items in the balance sheet, income statement, statement of changes in equity and statement of cash flows are grouped together to facilitate their understanding; however, whenever the amounts involved are significant, the information is broken down in the related notes to the financial statements. There are not any equity items entered in two or more entries.

## 2.7 Change in accounting policies

During the accounting period 2013 no changes in accounting principles have arisen with regards to the principles applied in the accounting period 2012.

## 2.8 Correction of errors

In preparing the accompanying abridged financial statements no significant errors were detected that would have made it necessary to restate the amounts included in the financial statements for 2012.

## 3. Distribution of profits

The proposal for the distribution of the profits of the period prepared by the Company's Directors and to be submitted for the approval of the General Shareholders' Board is the following:

	Euros
<b>Distribution basis:</b>	
Profit and loss (Loss)	(31,023)
	<b>(31,023)</b>
<b>Distribution:</b>	
To negative results from previous periods	(31,023)
	<b>(31,023)</b>

## 4. Accounting standards and measurement bases

The main accounting standards and measurement bases used by the Company in the preparation of their abridged annual accounts, in accordance with those set out by the General Accounting Plan, were the following:

### 4.1 Intangible assets

The assets grouped under this heading are valued by their acquisition price or cost of production and subsequently reduced by the corresponding accrued amortization and losses through impairment, should there be any.

If there are indications of loss of value, the Company estimates by means of the "Impairment test" the possible losses of value that reduce the redeemable value of said assets to an amount below their book value.

#### Concessions:

##### a) Regulated assets

Sector Plan for public infrastructure concessionaire companies (in force since 1 January 2011) regulates agreements concerning service concession contracts; it establishes that by these contracts the grantor commissions to a concessionaire company the construction, including improvement and operation, or only

operation of infrastructures for provision of public services of economic nature during the period of time established in the agreement, obtaining in exchange the right to a compensation.

Every concession agreement should comply with the following requirements:

The grantor controls or regulates the public services to be provided by the concessionaire company with the infrastructure, to whom these services will be provided and at which price; the grantor company controls any significant residual sharing in the infrastructure at the end of the term of the agreement.

In these concession agreements, the concessionaire acts as service supplier, specifically for construction services or infrastructure improvement services, and for operation and maintenance services during the term of the agreement. In exchange for the construction services or infrastructure improvement services, the concessionaire company receives a consideration equivalent to the fair value of said service, as intangible assets in those cases in which the right to charge a price to users for using the public service is received, and this right is not unconditional but conditional to the actual use of the service by the users.

The consideration for the construction or improvement works is entered as intangible asset in the entry "concession agreement, regulated asset", in the heading "Intangible assets" applying the model of intangible, in which the demand risk is assumed by the concessionaire.

The company calculates the amortization of the concession asset according to their best estimations.

## **4.2 Financial Instruments**

### **4.2.1 Financial assets**

Classification –

Financial assets of the Company are classified into loans and items receivable; they correspond to financial assets generated in the sale of goods or in the provision of services through the Company's trading operations, or those which do not have a commercial origin, are not equity instruments or derivatives and whose collections are a fixed or specific amount, not negotiated in an active market.

Initial valuation -

Financial assets are initially recognised at the fair value of the consideration given, plus any directly attributable transaction costs.

Subsequent valuation –

Loans, items receivable and investments maintained until maturity are valued by their amortized cost.

At least at the close of the period, the Company carries out an impairment test for financial assets not entered at fair value. It is considered that there is objective evidence of impairment if the redeemable value of the financial asset is below its book value. When it occurs, this impairment is entered in the profit and loss account.

The Company writes off financial assets when they have expired or when the rights to cash flows of the financial asset have been transferred, and the risks and benefits of ownership have been significantly transferred.

On the contrary, the Company does not write off financial assets, and it recognises financial liabilities for an amount equal to the consideration received, in the transferring of financial assets in which it keeps significantly risks and benefits of ownership.

#### 4.2.2 Financial liabilities

Financial liabilities are those debits and items payable that the Company has and which originate in the purchase of goods and services through the Company's trading operations, and also those which do not have a commercial origin and cannot be considered as derivative financial instruments.

Debits and items payable are initially valued at the fair value of the consideration received, adjusted by the directly attributable transaction costs. Subsequently, said liabilities are valued in accordance with their amortized cost.

The Company writes off financial liabilities when the obligations that generated them are extinguished.

#### 4.2.3 Equity instruments

An equity instrument represents a residual sharing in the Company Equity once all liabilities have been deducted.

Capital instruments issued by the Company are entered in the net equity for the amount received, net of issuing costs.

#### 4.2.4 Cash Flow Hedge

The Company uses derivative financial instruments in order to guarantee the risks to which it is exposed through its activities, operations and future cash flows. Fundamentally, these risks are variations in interest rates. In the context of said operations the Company contracts hedging financial instruments.

In order to classify these financial instruments as hedge book, they are initially designated as such, recording the hedge relationship. Similarly, the Company checks initially and periodically throughout their life (at least at the end of every period) that the hedge relation is effective, i.e. that it is expected, prospectively, that the changes in the reasonable value or in the cash flow of the item (attributable to the risk covered) are compensated almost completely by those of the hedging instrument and that, retrospectively, the hedge results have ranged between 80 and 125% in relation to the result of the item covered.

The Company applies cash flow hedge. In this type of hedge, the part of the gain or loss of the hedging instrument that has been determined as effective hedging instrument is temporarily included in the net equity, being allocated to the profit and loss account in the same accounting period in which the item that is hedged affects the result, unless the hedge relates to an anticipated transaction that might terminate in the entry of a non-financial asset or liability, in which case the amounts entered in the net equity are to be included in the cost of the asset or liability when acquired or assumed.

Accounting of hedging is suspended when the hedging instrument matures, or is sold, terminated or used, or fails to fulfil the accounting principles for hedging. At that time, any accrued profit or loss corresponding to the hedging instrument that has been entered in the net equity is held within the net equity until the expected operation occurs. When the operation that is being hedged is not expected to occur, the accrued net profits or losses accounted for in the net equity are transferred to the net results for the period.

### **4.3 Corporate tax**

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

The current income tax expense is the amount payable by the Company as a result of income tax settlements for a given year. Tax credits and other tax benefits, excluding tax withholdings and pre-payments, as well as tax loss carryforwards from prior years effectively offset in the current year, reduce the current 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, as well as the negative tax bases pending compensation and the credits for tax credit not fiscally applied. These amounts are measured at the 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 arising from the initial recognition of goodwill or of other assets and liabilities in a transaction that is not a business combination and affects neither accounting profit nor taxable profit, and except for those associated with investments in subsidiaries, associates and joint ventures in which the Company is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets, on the other hand, are only recognised to the extent that it is considered probable that the Company will have sufficient taxable profits in the future against which it will be possible to recover them.

Deferred tax assets and liabilities arising from transactions charged or credited directly to equity are also recognised directly in equity.

#### **4.4 Environment and greenhouse gas**

Assets of environmental nature are those used long-term in the Company's activity. Their main purpose is the minimization of environmental impact and the protection and improvement of the environment, including the reduction or elimination of future pollution.

Due to its nature, the Company's activity does not have a significant environmental impact.

#### **4.5 Revenue and expense**

Revenue and expenses are recognised on an accrual basis, i.e. when the actual flow of the related goods and services occurs, regardless of when the resulting monetary or financial flow arises. Revenue is measured at the fair value of the consideration received, net of discounts and taxes, incorporated interests or similar items.

In order to adjust revenues in the period in which they are accrued, the Company adopts the principle of provisioning those projects in progress at the close of the period, in accordance with their level of advancement, notwithstanding the date of issue of the invoice.

#### **4.6 Principles used in transactions between related parties**

One party is considered linked to another when one of them or a group acting together exercises or has the power to exercise, directly or indirectly or in accordance with agreements between shareholders or participants, control over another or has significant influence over the other in the making of financial or operational decisions.

In any case, related parties are:

a) Companies which are considered to be a company of the group, associate or multi-group, in accordance with article 42 of the Commercial Code.

b) Natural persons who, directly or indirectly, hold participation in the voting rights of the Company, or in its dominant entity, to enable them to exercise a significant influence over one or another. Close relatives of these natural persons are also included.

c) The key staff of the Company or of its dominant entity, understood as the natural persons with authority and responsibility over the planning, management and control of the Company's activities, either directly or indirectly, including the administrators and managers. Close relatives of these natural persons are also included.

d) Companies over which any of the persons mentioned in b) and c) above can exercise a significant influence.

e) Companies that share any director or manager with the Company; except in case this person does not have any significant influence in the financial and management policies of the Company.

f) Persons who are considered as close relatives of the Company administration's agent, if this person is a legal person.

g) The pension plans for the employees of the Company or of any other which is a party linked to this.

For the purposes of this rule, close relatives are understood to be those who could exercise influence in, or be influenced by, this person in his/her decisions relating to the Company. These include:

a) The spouse or person with an analogous relationship;

b) The ascendants, descendants and siblings and the respective spouses or persons with an analogous relationship;

c) The ascendants, descendants and siblings of the spouse or persons with an analogous relationship;

d) Persons for whom the spouse or person with an analogous relationship is responsible for or persons with an analogous relationship;

The Company carries out all its operations with entities linked to market values. In addition, transfer prices are adequately supported so that the Company Directors consider that there are not any significant risks related to this aspect from which liabilities for future consideration could be derived. The Company has prepared the documentation required in article 16 of the Revised Corporate Tax Act and its Regulations in order to withstand transfer prices applied in the transactions between linked entities.

## **5. Intangible assets**

The movements occurring under this heading of the balance sheet during accounting periods 2013 and 2012 are the following:

Year 2013

	Euros		
	31-12-2012	Additions/ (Allocations )	31-12-2013
Cost:			
Concessions- Regulated assets	4,858,962	-	4,858,962
	<b>4,858,962</b>	<b>-</b>	<b>4,858,962</b>
Accumulated Amortization:			
Concessions, Regulated assets	(299,992)	(150,296)	(450,288)
	<b>(299,992)</b>	<b>(150,296)</b>	<b>(450,288)</b>
<b>Net value</b>	<b>4,558,970</b>	<b>(150,296)</b>	<b>4,408,674</b>

Year 2012

	Euros		
	31-12-2011	Additions/ (Allocations )	31-12-2012
Cost:			
Concessions- Regulated assets	4,849,866	9,096	4,858,962
	4,849,866	9,096	4,858,962
Accumulated amortization- Concessions- Regulated assets	(149,996)	(149,996)	(299,992)
	(149,996)	(149,996)	(299,992)
<b>Net value</b>	<b>4,699,870</b>	<b>(140,900)</b>	<b>4,558,970</b>

#### **Regulated assets:**

On 8th March 2004 a concession contract was signed between Elsamex and the Ministry of Public Works.

The purpose of the contract is the administrative concession for exclusive use of the land for the construction and subsequent operation of Área de Servicio de Coiros (Coiros Service Station) in Autovía del Noroeste A-6 (North-West Highway), Section Rías Altas.

The concession of this contract is granted for a period of thirty-nine years, starting from the date of signature of the award contract.

The Concession is pledged in guarantee of the loan granted by a bank.

#### **6. Financial assets (long and short-term)**

##### ***Short-term financial assets***

The breakdown of the Company's financial assets is the following at the close of the accounting period 2013:

	Euros	
	2013	2012
Customers for sales and provisions of services:	78,240	75,295
Current accounts with group companies (Note 15)	577,170	124,742
Other financial assets	109,243	104,377
<b>Total</b>	<b>764,653</b>	<b>304,414</b>

#### **7. Information on the nature and level of risk of financial instruments**

The Management of the financial risks of the Company is centralized in Financial Management, which has established the necessary mechanisms to control exposure to variations in the interest rates, as well as to the credit and liquidity risks. The main financial risks that impact on the Company are mentioned below:

a) Credit risk:

In general, the Company holds its treasury and equivalent liquid assets in financial bodies with a high credit level.

In addition, it must be pointed out that, despite the fact that it maintains a significant volume of operations with a reduced number of customers, their solvency is guaranteed, and therefore there is no high credit risk with third parties.

b) Liquidity risk:

In order to guarantee the liquidity and to be able to fulfil all the payment commitments deriving from its activity, the Company relies on the Treasury shown in its balance, as well as on short-term financial investments which are detailed in Note 6.

c) Market risk:

Both the Treasury and the financial debt of the Company are exposed to the interest rate risk, which could have an adverse effect on the financial results and on the cash flow. Therefore the Company follows the policy of investing in financial assets that are practically not exposed to interest rate risks and uses derivative financial instruments to cover the risks to which its activities, operations and future cash flows are exposed. On the other hand, the financial instruments used have been chosen for the solidity of their financial worth and the issuing institutions.

## **8. Derivative financial instruments**

The Company uses derivative financial instruments in order to guarantee the risks to which it is exposed through its activities, operations and future cash flows. In the context of said operations, the Company has contracted several hedging financial instruments according to the following detail:

					Reasonable value (Euros)
	Classification	Type	Amount contracted (Euros)	Due date	Liabilities
Interest rate swap	Interest rate hedges	Variable to fixed	1,650,000	2019	148,784

The maturity of the hedging instruments occurs in the same period when the cash flows are expected to occur and affect the profit and loss account.

As a consequence of the evaluation in reasonable value of the derivative financial instruments at close, the net equity of the Company has been increased in 41,448 Euros, once deducted the tax impact in the period 2013 (decrease of 56,842 Euros in 2012), accumulating a decrease in equity of 104,145 Euros at 31 December 2013 (145,593 Euros at 31 December 2012).

## **9. Own funds**

### ***9.1 Share capital***

At the close of period 2013 the Company's share capital amounted to 1,003,010 Euros, represented by 100,301 shares of 10 Euros nominal value each, all of the same class, fully subscribed and paid in accordance with the following detail:

	% Participation
Elsamex S.A.	100%
	<b>100%</b>

The totality of shares are pledged by a bank entity in guarantee of the loan granted.

### 9.2 Legal reserve

In accordance with the Revised Corporations Act, a figure equal to 10% of the period's profit must be allocated to the legal reserve until this reaches, at least, 20% of the share capital. Such 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 that purpose.

## 10. Financial liabilities

The breakdown of the Company's financial liabilities is the following as of 31st December 2013 and 2012:

	Euros	
	2013	2012
<b>Long-term financial liabilities:</b>		
Long-term debts with credit institutions	1,828,843	1,943,693
Derivatives (Note 8)	148,784	207,994
Other supplies	9,096	9,096
<b>Total</b>	<b>1,986,723</b>	<b>2,160,782</b>
<b>Short-term financial liabilities:</b>		
Short-term debts with credit institutions	95,420	76,660
Trade creditors and other accounts payable	576,357	297,464
<b>Total</b>	<b>671,777</b>	<b>374,124</b>

#### *Debts with credit institutions:*

It includes a loan signed in 2011 with bank entity La Caixa to finance the construction works of the concession, which expires on 13th July 2021, and it is repaid by means of quarterly repayments. The information according to expirations is found below:

Entity	Euros				
	2014	2015	2016	2017	2018 and beyond
CaixaBank	95,420	119,712	149,092	160,810	1,399,229

## **11. Public Administrations and fiscal situation**

The composition of this section of the balance sheet at 31st December 2013 and 2012 is as follows:

	Euros	
	2013	2012
	Balances Debtors	Balances Debtors
Deferred tax assets	75,955	74,175
<b>Long-term balances with Public Administrations</b>	<b>75,955</b>	<b>74,175</b>
Public Treasury, debtor for Corporate Tax	-	69,821
Public Treasury, debtor for other concepts	-	103,958
<b>Short-term balances with Public Administrations</b>	<b>-</b>	<b>173,779</b>

Under current legislation, taxes cannot be deemed to have been definitively settled until the tax returns filed have been reviewed by the tax authorities or until the four-year statute-of-limitations period has expired. The Parent Company has accounting periods 2010 to 2013 open to inspection.

The Directors consider that the above-mentioned tax obligations have been adequately settled. Therefore, in the event of a fiscal inspection and considering there were any disagreements in the usual prevailing interpretation because of the fiscal treatment granted to operations, future resulting liabilities, if any, would not significantly affect these abridged annual accounts.

### ***Value Added Tax***

By decision of the Sole Shareholder's Meeting on 26th December 2011, it was chosen to tax in the Value Added Tax through the tax consolidation regime in accordance with Chapter IX of Title IX of the Value Added Tax Act since 1st January 2008; the parent Company, Elsamex S.A., is responsible for filing and paying the Value Added Tax of the tax group. For this reason, at the end of the financial year the payable or receivable balances for the Value Added Tax are included classified in current accounts with group companies.

### ***Tax on Profits***

By decision of the General Shareholder's Meeting on December 26th 2011, it was chosen to tax in the Corporate Tax through the tax consolidation regime in accordance with Chapter VII of Title VII of the Corporate Tax Act since October 1st 2007; the parent Company, Elsamex S.A., is responsible for filing and paying the Corporate Tax of the tax group. For this reason, at the end of the financial year the payable or receivable balances for the Corporate Tax are included classified in current accounts with group companies.

### ***Accounting reconciliation and taxable base result***

The reconciliation between accounting result and taxable base of the Corporate Tax is as follows:

Financial Year 2013:

	Euros	
	Taxable base	Accounting expense
Accounting result before Taxes	(38,320)	(11,496)
Permanent differences:		
Results recognized through Equity		
Adjustments to base	(31,091)	
Temporary differences:		
Amortization limit	45,089	
Taxable base / Adjusted result	(24,322)	
Total tax/ <b>Expense for the period</b> (30%)		<b>(7,297)</b>
Withholdings	113,353	
<b>Amount to be returned by the Group</b>	<b>107,123</b>	

Financial Year 2012:

	Euros	
	Taxable base	Accounting expense
Accounting result before Taxes	93,622	(28,087)
Permanent differences		
Adjustments to base		-
Total tax/ <b>Expense for the period</b> (30%)	(28,087)	(28,087)

## **12. Contingent Liabilities**

At 31st December 2013, the Company has been granted several guarantees demanded in order to contract with Public Bodies for an amount of 110,000 Euros.

## **13. Revenue and expenditure**

### ***a) Net amount of the turnover***

The net amount of the turnover entered by the Company corresponds to the revenues obtained through the activity considered in their corporate purpose.

The breakdown of this section of the abridged profit and loss account for the accounting periods 2013 and 2012 is as follows:

Division	Euros	
	2013	2012
Services to third parties	519,700	501,588
	<b>519,700</b>	<b>501,588</b>

All services rendered have been in national territory.

## **b) Purchases**

The breakdown of this section of the abridged profit and loss account for the accounting periods 2013 and 2012 is as follows:

	Euros	
	2013	2012
Works carried out by other companies	-	45,900
	-	<b>45,900</b>

All purchases made to suppliers were within national territory.

## **c) Other operating expenses**

The detail for this section of the attached profit and loss account for accounting periods 2013 and 2012 is as follows:

	Euros	
	2013	2012
Leases and royalties	288,000	276,493
Independent professional services	7,169	6,301
Bank services and other similar	(261)	181
Other services	23,126	(7,881)
Other taxes	541	3,407
	<b>318,575</b>	<b>278,501</b>

Fees for auditing services rendered in period 2012 paid this year amounted to 2,000 Euro. The fees for auditing services in period 2013 will be paid in period 2014 and recorded in the notes of that year.

## **14. Environmental aspects**

In view of the main business activities carried out by the Company, it does not have any significant responsibilities, expenses, assets or provisions or contingencies of an environmental nature in relation to the equity, financial situation and results. For this reason, they are not included in the specific breakdowns in this report.

The Company's Directors consider that there are not any contingencies related to the protection and improvement of the environment, and do not deem it necessary to enter any allocation to the provision for risks and expenses of an environmental nature as at 31st December 2013 in the annual accounts.

## **15. Balances and operations with related parties**

### **15.1 Balances and transactions with group companies**

The detail of the balances and transactions made during accounting periods 2013 and 2012 between the Company and companies belonging to "Group Elsamex" companies is as follows:

Financial Year 2013:

2013	Euros		
	Accounts receivable	Expenditure	Interests Group
	Credits	Services received	Income
Elsamex S.A.	577,170	18,615	15,044
<b>TOTAL</b>	<b>577,170</b>	<b>18,615</b>	<b>15,044</b>

Financial Year 2012:

2012	Euros		
	Accounts receivable	Income	Expenditure
	Credits	Services provided	Services received
Elsamex S.A.	124,742	78,749	45,900
<b>TOTAL</b>	<b>124,742</b>	<b>78,749</b>	<b>45,900</b>

The Company does not have its own personnel; the administrative, management and direction tasks are carried out by the parent company. The Company has included in its accounts throughout period 2013 the amount of 13,420 EUR and in 2012 the amount of 9,464 EUR for structure expenses allocated by the parent company.

## 15.2 Remuneration to the Board of Directors and Senior Management

During periods 2013 and 2012, no amount has been incurred for allowances or remunerations of any kind in favour of the Company's Directors. Also, there is not any kind of loan advance, life insurance, pension plan or benefit for any other concept.

There is no senior management in the Company. The managers of the Group, Elsamex, carry out the management of this Company. Elsamex, S.A. invoiced to the Company in period 2013 a total amount of 8,521 Euro for direction and administration services (5,856 Euro in period 2012).

## 15.3 Detail of shares in companies with similar activities and performance of the Administrative Body of similar activities on their own or another's behalf

Pursuant to Article 229.2 and 3 of the Spanish Corporate Law, in order to reinforce corporate transparency, it is informed that at the close of accounting periods 2013 and 2012 the members of the Board of Directors of Área de Servicio Coirós, S.L.U. have not held shares in companies with the same, analogous or complementary type of activity of the corporate purpose of the company. Similarly, no activities have been carried out or are being carried out, on their own or another's behalf, with the same, analogous or complementary type of activity of the Company's corporate purpose, except for those activities which the company may carry out in other Group companies.

## **16. Payments to suppliers**

Below, the information required by the Additional Third Disposition of Law 15/2010 of 5 July is detailed:

	Payments made and pending payment at the closing date of the period.			
	2013		2012	
	Amount	%	Amount	%
Within the legal maximum period	3,213	97.07%	2,112	82%
Rest	97	2.93%	478	18%
<b>Total payments of the year</b>	<b>3,310</b>	<b>100%</b>	<b>2,590</b>	<b>100%</b>
PMPE (days) of payments	37		-	
Postponements that at closing date exceed the maximum legal term	357		-	

Data contained in the chart above on payments to suppliers refer to those which, by nature, are commercial creditors by debts with suppliers of goods and services, so they include data related to the item "Suppliers" of the current liabilities of the balance sheet.

The excess pondered average term (PMPE) of payments has been calculated as the quotient formed in the numerator by adding the products of each payment to suppliers made in the period with a deferment above the legal term of payment and the number of days of deferment which exceeds the term, and in the denominator the total amount of payments made in the period with a deferment above the legal term of payment.

The maximum legal term of payment applicable to the Company for period 2013 according to Law 3/2004 of 29 December, which establishes measures against delinquency in commercial operations, is 60 days.

## **17. Subsequent Events**

After the close of the period, and until the date of preparation of these financial statements, no other significant subsequent events have occurred that should be mentioned.

**Procedure for Preparation of Abridged Annual Accounts**

In compliance with the provisions established in the Corporations Act, the Board of Directors of Área de Servicio Coiros, S.L.U., prepared on 28th March 2014 the Annual Accounts for accounting period 2013, which shall be submitted for the approval of the General Shareholders' Meeting.

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Mr. Fernando Jaime Bardisa Jordá

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Mr. Juan Manuel González  
Alonso

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Mr. Mallikarjun Baswanappa Bajulge

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Mr. Kazim Raza Khan