

# GS360

GALICIA SPORT 360, S.L.U.  
Annual Accounts  
at 30 June 2022

**GALICIA SPORT 360, S.L.U.**  
**BALANCE SHEET AT 30 JUNE 2022**

ASSETS	Note	30/06/2022*
<b>A) NON-CURRENT ASSETS</b>		
<b>III. Tangible Fixed Assets</b>	<b>5</b>	<b>1,307.83</b>
2. Technical facilities and other tangible fixed assets		1,307.83
<b>VI. Deferred tax assets</b>	<b>9.2</b>	<b>10,361.34</b>
<b>B) CURRENT ASSETS</b>		
<b>III. Debtors</b>		<b>8,152.26</b>
6. Other credits with the Public Administrations		8,152.26
<b>VII. Cash and equivalent liquid assets</b>	<b>7.1</b>	<b>97,780.39</b>
1. Cash and banks		97,780.39
<b>TOTAL ASSETS</b>		<b>117,601.82</b>
<b>EQUITY AND LIABILITIES</b>		
	Note	30/06/2022*
<b>A) NET WORTH</b>		
<b>68,915.97</b>		
<b>A-1) Equity</b>		<b>68,915.97</b>
<b>I. Capital</b>	<b>8</b>	<b>100,000.00</b>
1. Subscribed capital		100,000.00
<b>VII. Results of the financial year</b>	<b>3</b>	<b>(31,084.03)</b>
<b>C) CURRENT LIABILITIES</b>		
<b>48,685.85</b>		
<b>V. Commercial creditors and other accounts payable</b>	<b>7.2</b>	<b>48,685.85</b>
2. Group entities, suppliers		2,758.80
3. Miscellaneous creditors		44,803.06
4. Personnel (outstanding remuneration)		294.31
6. Other debts with Public Administrations		829.68
<b>TOTAL EQUITY + LIABILITIES</b>		<b>117,601.82</b>

\*No comparative information is presented as the company was incorporated in April 2022

**GALICIA SPORT 360, S.L.U.**

**INCOME STATEMENT AT 30 JUNE 2022**

	Note	30/06/2022*
<b>A) CONTINUING OPERATIONS</b>		
<b>6. Staff expenses</b>	<b>10.1</b>	<b>(3,213.56)</b>
a) Salaries and wages		(2,396.39)
c) Social charges		(817.17)
<b>7. Other operating expenses</b>	<b>10.2</b>	<b>(38,209.64)</b>
a) External services		(38,209.64)
<b>8. Amortisation of fixed assets</b>	<b>5</b>	<b>(22.17)</b>
<b>A.1) OPERATING PROFIT(1+2+3+4+5+6+7+8+9+10+11+12+13)</b>		<b>(41,445.37)</b>
<b>A.2) FINANCIAL PROFIT (14+15+16 +17+18+19)</b>		<b>0.00</b>
<b>A.3) PROFIT/(LOSS) BEFORE INCOME TAX (A.1 + A.2)</b>		<b>(41,445.37)</b>
<b>20. Income tax expense</b>	<b>9</b>	<b>10,361.34</b>
<b>A.4) PROFIT / (LOSS) FOR THE PERIOD (A3+20)</b>		<b>(31,084.03)</b>

\*No comparative information is presented as the company was incorporated in April 2022.

**GALICIA SPORT 360, S.L.U.**  
**STATEMENT OF CHANGES IN EQUITY AT 30 JUNE 2022**

<b>A) STATEMENT OF RECOGNISED INCOME AND EXPENSE</b>	Note	30/06/2022*
<b>A) PROFIT/(LOSS) FOR THE PERIOD</b>	3	<b>(31,084.03)</b>
<b>B) TOTAL INCOME AND EXPENSE RECOGNISED DIRECTLY IN EQUITY</b>		<b>0.00</b>
<b>C) TOTAL AMONTS TRANSFERRED TO THE INCOME STATEMENT</b>		<b>0.00</b>
<b>TOTAL RECOGNISED INCOME AND EXPENSE</b>		<b>(31,084.03)</b>

\*No comparative information is presented as the company was incorporated in April 2022.

**GALICIA SPORT 360, S.L.U.**  
**STATEMENT OF CHANGES IN EQUITY AT 30 JUNE 2022**

**B) STATEMENT OF CHANGES IN EQUITY\***

	Subscribed capital	Prior periods' losses	Profit/(loss) for the period	TOTAL
<b>C. BALANCE AT THE END OF THE 2020/2021 SEASON</b>	0.00	0.00	0.00	0.00
I. Adjustments due to change of criteria for the 2020/2021 season	0.00	0.00	0.00	0.00
II. Adjustments due to errors for the 2020/2021 season	0.00	0.00	0.00	0.00
<b>D. ADJUSTED BALANCE, START OF THE 2021/2022 SEASON</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
I. Total recognised income and expense	0.00	0.00	(31,084.03)	(31,084.03)
II. Operations with shareholders or owners	100,000.00	0.00	0.00	100,000.00
Increase the share capital	100,000.00	0.00	0.00	100,000.00
III. Other changes in equity	0.00	0.00	0.00	0.00
Other variations	0.00	0.00	0.00	0.00
<b>E. BALANCE AT THE END OF THE 2021/2022 SEASON</b>	<b>100,000.00</b>	<b>0.00</b>	<b>(31,084.03)</b>	<b>68,915.97</b>

\*No comparative information is presented as the company was incorporated in April 2022.

**GALICIA SPORT 360, S.L.U.**  
**CASHFLOW STATEMENT AT 30 JUNE 2022**

	Note	30/06/2022*
<b>A) Cashflows from Operating Activities</b>		
<b>1. Pre-tax profit for the financial year</b>		<b>(41,445.37)</b>
<b>2. Adjustments to results</b>		<b>22.17</b>
a) Depreciation of fixed assets (+)	5 & 6	22.17
<b>3. Changes in current capital</b>		<b>40,533.59</b>
c) Other current assets (+/-)	8.2	(8,152.26)
d) Creditors and other accounts payable (+/-)	8.2	47,561.86
e) Other current liabilities(+/-)	8.2	1,123.99
<b>4. Other cashflows from operating activities</b>		<b>0.00</b>
<b>5. Cashflows from operating activities (+/-1 +/-2 +/-3 +/-4)</b>		<b>(889.61)</b>
<b>B) Cashflows from investment activities</b>		
<b>6. Investment payments(-)</b>		<b>(1,330.00)</b>
c) Tangible fixed assets	5	(1,330.00)
<b>7. Divestment receipts (+)</b>		<b>0.00</b>
<b>8. Cashflows from investment activities (7-6)</b>		<b>(1,330.00)</b>
<b>C) Cashflows from financing activities</b>		
<b>9. Collections and payments on equity instruments.</b>		<b>100,000.00</b>
<b>12. Cashflows from financial activities (+/-9+/-10-11)</b>		<b>100,000.00</b>
<b>D) Impact of exchange rate variations</b>		
<b>E) Net increase/decrease of cash or equivalents (+/-A +/-B +/-C +/-D)</b>		<b>97,780.39</b>
Cash or equivalents at the start of the financial year		<b>0.00</b>
Cash or equivalents at the end of the financial year		<b>97,780.39</b>

\*No comparative information is presented as the company was incorporated in April 2022.

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## GALICIA SPORT, S.L.U.

Report on the annual accounts corresponding to the financial year ending 30 June 2022.

### I. ACTIVITY OF THE COMPANY.

#### 1. Incorporation.

Galicia Sport, S.L.U., was incorporated in Vigo, by means of a public deed executed before Vigo Notary Public, Mr Miguel Lucas Sánchez, on 6 April 2022, under number 916 of his official records.

It is recorded at the Commercial Registry of Pontevedra, on folio 205, volume 4400 on companies, sheet 69,792, entry 1.

It holds tax ID number B-10.528.479.

The National Economic Activities Code (CNAE) of the company's main activity is 9329.

Its registered office is in the municipal district of Vigo (Pontevedra), calle Príncipe 44, postcode 36202.

#### 2. Legal regime.

The company is governed by its Articles of Association, the Spanish Companies Act, Legislative Royal Decree 1/2021 (which had entered into force for those financial years starting as of 01 January 2021) amending the General Chart of Accounts approved by Legislative Royal Decree 1514/07, of 16 November, approving the General Chart of Accounts, the amendments contained in Royal Decree 1159/2010, of 17 September and Royal Decree 602/2016 of 2 December and other applicable legal provisions.

#### 3. Corporate object.

According to its Articles of Association, its corporate object is:

- The holding, organisation and operation of leisure and entertainment activities.
- The development and execution of all kinds of real estate, urban planning or land organisation developments, whether for industrial, commercial or residential purposes. This will include the acquisition, holding, management, administration, exchange and sale of all kinds of real estate assets.

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## 4. Obligation to consolidate.

Galicia Sport 360, S.L.U.'s main activity is the performance and operation of different leisure and entertainment activities and belongs to a group of companies in which the direct dominant company is Real Club Celta de Vigo, S.A.D.

Real Club Celta de Vigo, S.A.D. is the dominant company of a corporate group comprised of:

- Investee company Afouteza e Corazón, S.L.U. which does not perform sporting activities;
- Special purpose entity Fundación Celta de Vigo, whose main activity is the promotion of grassroots sports from the lower age-grades of RCCelta; and
- Galicia Sport 360, S.L.U., incorporated on 6 April 2022.

According to the terms of Article 43.3 of the Commercial Code, Real Club Celta de Vigo, S.A.D. is exempt from the obligation to consolidate as it only holds stakes in dependent companies that do not have a significant interest, individual or on aggregate, for the true and fair picture of the wealth, financial situation and results of the group companies.

The members of the Board of Directors of Real Club Celta de Vigo, S.A.D. have decided to formulate consolidated annual accounts, as of the 2019/2020 season, including Galicia Sport, S.L.U. and Fundación Celta de Vigo within the consolidation perimeter. Since the 2021/2022 season, newly-created company Galicia Sport 360, S.L.U. is also included.

Moreover, Real Club Celta de Vigo, S.A.D. belongs to the corporate group of Grupo Corporativo Ges, in which the direct parent of the Company is Grupo Corporativo Ges, S.L., with company seat in Vigo (Calle Colón), and the end parent company of the group is **Grupo Energético del Sureste, S.A. de** C.V., with company seat in Mexico (Colonia San Román, Campeche).

## 2. BASIS FOR PRESENTATION OF THE ANNUAL ACCOUNTS.

The sole director has drawn up these annual accounts in accordance with the regulatory framework on financial reporting applicable to the company and which is set out in:

- Legislative Royal Decree 1/2010 which approved the Restated Text of the Spanish Companies Act, as well as any acts subsequently amending the same,

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- Royal Decree 1/2021 of 12 January 2021 (which entered into force for financial years starting as of 01 January 2021) which amends the General Chart of Accounts approved by Legislative Royal Decree 1514/07, of 16 November, which approved the General Chart of Accounts, and the amendments contained in RD 1159/2010, of 17 September and RD 602/2016 of 2 December.
  - The Commercial Code.
  - The other applicable legal provisions.

## 1. True and Fair Picture.

The Annual Accounts for the season have been drawn up using the accounting records at 30 June 2022, having applied the legal provisions in force in relation to accounts indicated above, in order to provide a true and fair picture of the wealth and the financial situation and results of the company, as well as the accuracy of the flows contained in the cashflow statement and the results of its operations.

These annual accounts, which have been drawn up by the sole administrator of the company, will be submitted to the approval of the Ordinary General Meeting of members, it being estimated that they will be approved without any modification.

There are no exceptional reasons justifying the non-application of the legal provisions on accounting in providing this true and fair picture.

## 2. Critical aspects of the valuation and estimation of uncertainty.

These annual accounts are formulated on the assumption that the company's activity continues on a going-concern basis. It is considered that the management of the company is essentially of unlimited duration and the application of the accounting principles is not designed to determine the value of its wealth for the purposes of the sale of all or part of it in the event of liquidation.

The information contained in these annual accounts is the responsibility of the sole director of the company.

The formulation of the annual accounts requires that the company use certain estimations and judgement in relation to the future that are assessed continuously and based on historical experience and other factors, including the expectations of future events that are deemed reasonable under certain circumstances.

Although these estimations are made by the management of the company with the best information available at the end of each financial year, applying their best estimate and knowledge of the market, it is possible that potential future events may oblige the company to modify them in future seasons. According to the legislation in force, the effects of any change to estimations will be prospectively acknowledged in the profit and loss statement.



Below are the main estimations and judgements used by the company:

- The valuation of assets to determine the existence of losses due to impairment of the same.
- The likelihood of occurrence and amount of indeterminate or contingent liabilities.

### 3. Comparison of information.

The Sole Director has presented the balance sheet, profit and loss account, statement of changes in net equity and cashflow statement for the financial year ending 30 June 2022. The information corresponding to 30 June 2021 is not presented for comparative purposes as the company was incorporated on 6 April 2022.

### 3. ALLOCATION OF RESULTS.

The proposal from the members of the Sole Director for the application of the results of the financial year ending 30 June 2022, approved by the Sole Member, is as follows:

<b>Application of results</b>	<b>Amount at 30/06/2022</b>
<b>Distribution basis</b>	-31,084.03
<b>Balance of the profit and loss account</b>	<b>-31,084.03</b>
<b>Application</b>	-31,084.03
<b>Negative results from past financial years</b>	<b>-31,084.03</b>

No interim dividends were distributed during the financial year.

The company is obliged to devote 10% of the profits from the financial year to provisioning the legal reserve, until it reaches at least 20% of share capital. This reserve cannot be distributed to members, until it exceeds the limit of 20% of share capital. At closing of the financial year, the legal reserve of the company did not reach 20% of share capital, meaning that there are restrictions on the distribution of dividends.

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## 4. REGISTRATION AND VALUATION RULES.

### 1. Tangible Fixed Assets.

The different assets contained in this entry are measured at the acquisition price or production cost minus accumulated depreciation and, if applicable, any accumulated impairment adjustments.

The costs of renewal, extension or improvement of the tangible fixed asset elements are included in assets as an increased value of the asset insofar as they represent an increase of its capacity, productivity or extension of its useful life, withdrawing the value of the elements that have been replaced.

Depreciation is recorded according to the actual depreciation suffered by the different elements of tangible fixed assets due to operation, use, enjoyment or obsolescence, meaning that said amounts are deductible. In the case of very specific tangible fixed asset elements, the company asks the manufacturer of said element for a certificate of the useful life of the same.

Any changes that, if applicable, could affect the residual value, useful life and depreciation method of an asset, will be recorded as a change in the accounting estimation, errors excepted.

Profits and losses from the sale of tangible fixed assets are calculated comparing the income obtained from the sale with the book value and are recorded in the profit and loss account.

At the closing date of each season, the company assesses the net book value of its fixed assets in order to ascertain whether there are losses due to impairment of the assets.

When a **lease agreement is catalogued as operational**, the different investments made by the lessee that are not separable from the leased asset must be accounted for as tangible fixed assets when they comply with the definition of assets.

The amortisation of these investments depends on their useful life, which is the duration of the lease agreement, including the renewal period if there is evidence to support that the renewal will take place, when less than the economic life of the asset.

### 2. Leases.

The company does not have any financial leasing agreements.

The expenses derived from the operating lease agreements are charged to the profit and loss account in the financial year in which they accrue.

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### 3. Impairment losses of non-financial assets.

Those assets subject to depreciation are subjected to impairment tests whenever there is an event or change of circumstances that indicates that the book value may not be recoverable.

An impairment loss is recognised for the excess of the book value of the asset compared to its recoverable amount, the latter being understood as the fair value of the asset minus sales costs or value in use, whichever is higher. For the purposes of assessing impairment losses, assets are grouped at the lowest level for which there are separate identifiable cashflows (cash-generating units). Non-financial assets suffering impairment losses are reviewed on the date of each balance sheet in case the losses have been reversed.

### 4. Financial assets.

At 30 June 2022, the only financial asset the company has is its cash and banks.

### 5. Financial liabilities.

Financial liabilities include debt derived from commercial or non-commercial transactions for the purchase of goods and services by the company which will be retired when the obligation expires.

### 6. Profit tax.

The expense (payment) due to the tax on profits comprises the part corresponding to the expense (payment) for the current tax and the part corresponding to the expense (payment) for deferred tax.

The expenses (payment) for current and deferred tax are both recorded in the profit and loss account. However, the tax effect related to items recorded directly in net equity is recognised in net equity.

Assets and liabilities for current tax will be measured at the amount it is expected will be paid to or recovered from the tax authorities, according to the rules in force or approved and pending publication at the closing date of the season.

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In accordance with the principle of prudence, deferred tax assets will only be recognised insofar as it is probable that the company will have future tax earnings that make it possible to apply these assets. In any event, it will be considered that this circumstance exists when the tax legislation contemplates the possibility of the future conversion of deferred tax assets into a credit against the tax authorities, for the assets eligible for conversion. Deferred tax assets will not be recognised when the deductible time difference has arisen due to the initial recognition of an asset or liability in a transaction that is not a combination of businesses and moreover, on the date of the transaction, was not linked to either the accounting result or the taxable base of the tax. Moreover, subsequent changes to the deferred tax asset will not be recognised unless initially recorded (for example, as the fixed asset is amortised).

In general, a deferred tax liability will be recognised for all applicable time differences, unless arising from:

- a) The initial recognition of goodwill.
- b) The initial recognition of an asset or liability in a transaction that is not a combination of businesses and moreover, on the date the operation was carried out, not linked to either the accounting result or the taxable base of the tax. Moreover, subsequent changes to the deferred tax liability will not be recognised unless initially recorded (for example, as the fixed asset is amortised).

Deferred tax assets and liabilities will be measured according to the rates expected at the time of reversal, according to the regulations in force or approved and pending publication at close of season, and according to the form in which it is rationally expected the asset or liability will be recovered or paid.

In accordance with the Resolution of 9 February 2016, from the Audit and Accounts Institute, which implements the rules on recording, assessing and preparing the annual accounts in order to account for Profit Tax, the obligations of a tax nature, whether or not derived from an inspection, must entail the recognition of a provision for the estimated amount of the tax debt in the financial period in which they arise.

As a result of the above, the company must establish a provision at the moment it estimates the corresponding amount, as the Resolution stipulates that these contingent liabilities must be considered probable, even when it is merely a proposed settlement.

Therefore, and in general terms, it is only considered a contingency and no liability will be recognised when the Administration has not yet notified the company of any amount.

The Company pays tax under the Tax Consolidation Regime, being the head of the Tax Group for Corporation Tax purposes. The application of the Tax Consolidation Regime, regulated in Chapter VI of Title VII of the Corporation Tax Act (*Ley 27/2014, de 27 de noviembre, del Impuesto sobre Sociedades*), implies determining jointly the tax results of the Group and the deductions and discounts to the quota, distributing the tax burden in the manner agreed by all the companies belonging to the Tax Group, respecting the terms of the ICAC Resolution of 9 February 2016, by virtue of which each company belonging to the Tax Group will quantify the Corporate Tax that corresponded to it under the individual declaration regime, corrected in accordance with the Tax Consolidation Regime.

## 7. Income and expenditure.

Income and expenditure are recorded when the transfer of control of the goods and services committed to clients takes place. At that moment the income will be valued at the amount of the consideration that the company expects to receive and that the same represents.

## 8. Criteria used in related-party transactions

In general, operations between related parties are initially accounted for at their fair value. Where applicable, if the price agreed is different to the fair value, the difference is recorded in accordance with the economic reality of the operation. The subsequent valuation is made in accordance with the corresponding regulations.

The information on related-party transactions is supplied in note 12.1 of this report.

## 5. TANGIBLE FIXED ASSETS.

### 1. Analysis of movements of tangible fixed assets.

The analysis of movements of tangible fixed assets is set out in the following table:

30 June 2022		
	Technical installations and other tangible fixed assets	Total
<b>COST</b>		
Initial balance	0.00	0.00
Inclusions	1,330.00	1,330.00
Removals	0.00	0.00
Transfers	0.00	0.00
Final balance	1,330.00	1,330.00
<b>ACCUMULATED DEPRECIATION</b>		
Initial balance	0.00	0.00
Inclusions	-22.17	-22.17
Removals	0.00	0.00
Transfers	0.00	0.00
Final balance	-22.17	-22.17
<b>NET BOOK VALUE</b>		
Initial	0.00	0.00
Final	1,307.83	1,307.83

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The additions for the season correspond to IT equipment acquired by the company.

## 2. Other information.

Given the elements of real estate held by the company, it is not necessary to include estimated costs of dismantlement, retirement or rehabilitation of the same as increased value.

During the season, there are no changes of estimation affecting residual values, the estimated dismantlement, removal or rehabilitation costs, useful lives and methods of depreciation.

No investments have been made in tangible fixed assets acquired from group and associated companies.

The company does not possess investments in tangible fixed assets outside Spain.

The company has not capitalised financial expenses.

The company estimates that the tangible fixed asset elements are not impaired and as such no impairment loss is recorded at close of season.

There are no fully depreciated elements at closing of the 2021/2022 season.

The company does not have assets linked to guarantees and reversion.

There are no restrictions on ownership.

The company, during the financial year, has not received subsidies or donations related to tangible fixed assets.

There are no lawsuits, freezing orders or similar situations regarding the goods included in tangible fixed assets.

## 6. LEASES AND SIMILAR OPERATIONS.

This corresponds to the data for the company's operating leases, in which it only appears as a lessee.

### 1. Operating leases as lessee.

The amount of the leases and canons recorded under this heading in the profit and loss account, external services, totalled 2,280.00 euros at closing of financial year 2021/2022 corresponding to the lease of its facilities from dominant company Real Club Celta de Vigo, S.A.D. (note 12.1).

## 7. FINANCIAL INSTRUMENTS.

### 1. Financial assets.

#### Non-current financial assets

The company has no non-current financial assets.

#### Current financial assets

The information on **current assets** is set out in the following table:

Description	Amount 30/06/2022
Cash and banks	97,780.39
<b>Total Current Assets</b>	<b>97,780.39</b>

### 2. Financial liabilities.

#### Non-current financial liabilities

The company has no non-current financial liabilities.

#### Current financial liabilities

The information on **current liabilities** is set out in the following table:

Description	Amount 30/06/2022
Suppliers, group companies	2,758.80
Miscellaneous creditors	44,803.06
Personnel	294.31
Other general government liabilities	829.68
<b>Total Current Liabilities</b>	<b>48,685.85</b>

The breakdown of **current financial liabilities** is set out in the following table:

Description	Amount 30/06/2022
Suppliers, group companies (1)	2,758.80
Miscellaneous creditors (2)	44,803.06
Personnel	294.31
<b>Total Current Financial Liabilities</b>	<b>47,856.17</b>

- (I) The balance of suppliers that are group and associated companies, corresponds in full to Real Club Celta de Vigo, S.A.D.
- (II) Of the total balance of miscellaneous creditors, 16,133.34 euros corresponds to Grupo Corporativo Ges Industrial, S.L.

### 3. Deferrals of payments to suppliers

The deferral of payments is not within the limit of 30 days established in the Commercial Operations Prompt Payment Act (*Ley 15/2010, de 5 de julio por la que se establecen medidas de lucha contra la morosidad en las operaciones comerciales*). The regulation of the periods of payment is 30 calendar days, which may be extended by an agreement between the parties, but not exceeding 60 calendar days.

The company has debt with suppliers for commercial operations existing for over 30 days' worth 3,514.97 euros, of which 1,839.20 euros correspond to dominant company Real Club Celta de Vigo, S.A.D.

### 4. Information on the nature and level of risk derived from financial instruments.

Risk is managed by the treasury department of the company which identifies, assesses and hedges the financial risks in accordance with the policies approved by the Sole Director:

- **Future impact of the outbreak of the war in Ukraine:** At the date of drafting these annual accounts, it is not possible to make an estimate of the future impact derived from the crisis caused by the war in Ukraine on Galicia Sport, S.L.U. or on society in general. The Company will assess the future impact on its socio-economic situation in the course of the 2022/2023 season.
- **Credit risk:** This arises due to the possibility of non-recovery of financial assets in the amount recorded in the accounts and within the established term. The company currently has a procedure for carrying out all operations strictly monitoring risk and the grant of credit. The company carries out monthly reviews to identify situations of risk and delays in receiving payment.



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- **Liquidity risk:** This arises due to the possibility of the company not being able to dispose of liquid funds or access them in the amount necessary in order to meet payment obligations. The company has established a procedure by virtue of which it maintains the necessary liquid funds available for both its day-to-day activity and for making different investments.

The company pays creditors in accordance with the law and the respective commercial agreements.

- **Market risk:** this is the interest rate risk caused by uncertainty regarding the future evolution of the financial markets and of the interest rates, with the resulting possible impact on results and cashflows for the company. The company applies a prudent policy of financial indebtedness.

## 8. EQUITY.

### Share capital.

The share capital amounts to 100,000.00 euros, represented by 100,000 participations each with a face value of 1.00 euro, fully subscribed and paid in, numbered consecutively from one to one hundred thousand, both inclusive.

The shareholding at 30 June 2022 corresponds in full to Real Club Celta de Vigo, S.A.D.

At the closing date there is no intention to carry out capital increases.

### Legal reserve.

The legal reserve has been provisioned in accordance with Article 274 of the Spanish Companies Act, which establishes that, in any event, a figure equal to 10% of the profits of the financial year will be allocated until the minimum figure of 20% of the share capital is reached.

Until said limit is reached, it can only be used to offset losses, in the event there are no other available reserves to that end and must be re-provisioned using future profits.

### Other information.

The company does not hold own shares.

The company shares are not listed for trading.

The company does not hold options issued or other contracts issued by the company in relation to its own shares, which should be classed as own funds.

There is no specific circumstance regarding subsidies, donations and bequests granted by members or owners.

## 9. TAX SITUATION.

### I. Reconciliation of accounting profit and taxable base.

On 28 June 2018 the members of the Board of Directors of Real Club Celta de Vigo, S.A.D., decided to apply the Tax Consolidation Regime for the tax period starting on 01 July 2018 and the following ones, according to the terms of Chapter VI of Title VII LIS. The Consolidated Group is comprised of dominant company Real Club Celta de Vigo, S.A.D. and dependent company Afouteza e Corazón, S.L.U.

On 06 April 2022, Galicia Sport 360, S.L.U. was incorporated, of which Real Club Celta de Vigo, S.A.D. is the sole member. As a result, and pursuant to the regulations on the Tax Consolidation Regime, as it is an entity that meets the requirements envisaged by such regulations and is a newly incorporated entity, it has been integrated into the Group this season.

Each company belonging to the Group will quantify the tax that would have corresponded under the individual regime, corrected according to the tax consolidation regime. Moreover, the deductions and discounts applied in the assessment of the consolidated tax will be calculated in any event by the company that, according to the tax regulations, obtains the earnings or carries out the necessary activity to be able to apply the deduction or discount.

The Corporation Tax for the season is calculated on the basis of the accounting profit, obtained by applying the generally accepted accounting principles, and does not necessarily have to match the tax profit, understood as the taxable base for the purposes of said tax.

The reconciliation of the accounting results and the tax base for Corporation Tax is as follows:

Description	Profit and loss account		
	Increases	Increases	Increases
<b>2021/2022 Financial Year</b>			
<b>Pre-tax results</b>			<b>-41,445.37</b>
<b>Permanent differences</b>			
<b>Temporary differences</b>			
<b>Tax Base (tax result fiscal)</b>			<b>-41,445.37</b>

## 2. Deferred tax assets recorded.

At 30 June 2022, the company had deferred tax assets worth 10,361.34 euros.

## 3. Current balances with the Public Administration.

The breakdown of other credits with the Public Administration is set out in the following table (note 9.1):

Description	Amount 30/06/2022
Inland Revenue VAT credit	8,152.26
<b>Total other credits with the Public Administrations</b>	<b>8,152.26</b>

The breakdown of other debts with the Public Administration is set out in the following table (note 9.2):

Description	Amount 30/06/2022
Inland Revenue IRPF debt	172.08
Social Security owed	657.60
<b>Total other debts with the Public Administrations</b>	<b>829.68</b>

## 4. Financial years pending confirmation and inspection activities.

In accordance with the legislation in force, taxes cannot be considered finally settled until the declarations filed have been inspected by the tax authorities or the statute of limitations period of four years has passed. At 30 June 2022, financial year 2022 is open to inspection for all taxes that apply to the Company.

The Sole Director of the company consider that all assessments of the above taxes were carried out correctly and, even in the event of discrepancies arising regarding the interpretation of the regulations in force on the tax treatment applied to the operations, any resulting liabilities would not have a significant effect on these annual accounts.

## 10. INCOME AND EXPENDITURE.

### 1. Personnel expenses.

Personnel expenses are set out in the following table:

Description	Amount 30/06/2022
Salaries, wages and similar	2,396,.39
Social charges	817.17
<b>Total personnel expenses</b>	<b>3,213.56</b>

The social charges entry corresponds to the cost of social security for the company for the amount 817.17 euros.

### 2. Operating expenses for the year.

The entry for other operating expenses totalling 38,209.64 euros corresponds entirely to external services.

## II. EVENTS SUBSEQUENT TO CLOSING.

At the date of formulation of these annual accounts, there are no subsequent events in relation to circumstances that already existed at season closing but that, due to their nature, have led to the inclusion of an adjustment to the figures contained in these annual accounts.

Neither are there subsequent events that show conditions that did not exist at season closing and that, given their importance, are being supplied in these annual accounts.

At the date of drafting these annual accounts, it is not possible to make an estimate of the future impact derived from the crisis caused by the war in Ukraine on the Company. The Company will assess the future impact on its socio-economic situation in the course of the 2022 financial year.

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## 12. RELATED-PARTY TRANSACTIONS.

### 1. Related-party transactions.

The transactions with group and associated companies correspond entirely to Real Club Celta de Vigo, S.A.D. for the amount of 2,280.00 euros corresponding to the lease of the facilities.

The amount of group company suppliers is set out in note 7 of this report.

### 2. Remuneration of the Management Body.

In this financial year neither the sole director nor its representative receive any remuneration.

The company does not have senior executive personnel.

The company does not have obligations such as pensions or life insurance premiums with regard to the sole director or its representative.

Neither the sole director nor its representative receive advances or credits granted by the company.

### 3. Directors' duty of loyalty and to avoid conflict of interest situations.

In accordance with the provisions of Act 31/2014, of 3 December, which amends the Spanish Companies Act in order to improve corporate governance, the members of the Board of Directors of the company state that they discharge their duties in line with the duty of loyalty, established in article 227 of said Act. Neither the Sole Director nor its representative have informed of any of any situation of direct or indirect conflict, which could affect them or their related parties in accordance with 229.3 of the Spanish Companies Act.

### 4. Corporate group.

As mentioned, in note 14.1 of this report, the company forms part of an international group of companies whose management is independent of the rest of the companies in the group.

### 5. Agreements between the sole member and the sole member company.

Both on the date these annual accounts were drawn up and in the course of the financial year ended, no agreements were entered into between the sole member and the company other than as described in the report.

### 13. OTHER INFORMATION.

#### 1. Average staff levels in the financial year.

The average number of persons employed in the financial year and the number of persons employed at 30 June, broken down by categories and gender, is set out in the following tables:

2021/2022	Average personnel		Personnel at 30/06/2022	
	Men	Women	Men	Women
Commercial	0	1	0	1
<b>Total</b>	<b>0</b>	<b>1</b>	<b>0</b>	<b>1</b>

#### 2. Company agreements.

There are no company agreements other than those appearing in the balance sheet or informed about in other notes of this report.

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The annual accounts were drawn up by the Sole Director of the company in a meeting held for that purpose.

Real Club Celta de Vigo, S.A.D.

Represented by Mr Manuel Carlos Mouriño Atanes

The annual accounts were issued on 1 August, 2022 and this document is a literal translation of them.

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# GALICIA SPORT, S.L.U.

## Management Report at 30 June 2022

### 1. Evolution of the company and future prospects.

The company was incorporated on 6 April 2022, meaning that it is starting to operate its business this season. This entails recording negative results due to the existence of the necessary expenses implicit in any new venture. Nonetheless, the company has a positive working capital of 57,247.00 euros, meaning that we are optimistic for the coming season.

### 2. Events subsequent to closing.

At the date of formulation of these annual accounts, there are no subsequent events that indicate circumstances that already existed at the closing date of the season but that have not represented, according to their nature, the inclusion of an adjustment to the figures contained in the annual accounts and in this management report.

Neither are there any subsequent events that illustrate conditions that did not exist at closing and that, given their importance, are supplied in the annual accounts.

At the date of drafting these annual accounts, it is not possible to make an estimate of the future impact derived from the crisis caused by the war in Ukraine on the Company. The Company will assess the future impact on its socio-economic situation in the course of financial year 2022.

### 3. Research and Development Activities.

The company has not plans to invest in research and development.

### 4. Acquisition of treasury stock.

The company has not acquired and does not intend to acquire treasury stock.



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## 5. Financial instruments.

Risk management is controlled by the company, identifying, assessing and covering the financial risks in line with the policies approved by the Sole Director.

- **Future impact of the outbreak of the war in Ukraine:** At the date of drafting these annual accounts, it is not possible to make an estimate of the future impact derived from the crisis caused by the war in Ukraine on the Galicia Sport 360, S.L.U. or on the company in general. The company will assess the future impact on its socio-economic situation in the course of the 2022/2023 season.
- **Credit risk:** This arises due to the possibility of non-recovery of financial assets in the amount recorded in the accounts and within the established term. The company currently has a procedure for carrying out all operations strictly monitoring risk and the grant of credit. The company carries out monthly reviews to identify situations of risk and delays in receiving payment.
- **Liquidity risk:** This arises due to the possibility of the company not being able to dispose of liquid funds or access them in the amount necessary in order to meet payment obligations. The company has established a procedure by virtue of which it maintains the necessary liquid funds available for both its day-to-day activity and for making different investments.

The company paid the debt for purchases and provision of services and sporting entities in accordance with the law and the respective commercial agreements.

- **Market risk:** this is the interest rate risk caused by uncertainty regarding the future evolution of the financial markets and of the interest rates, with the resulting possible impact on results and cashflows for the company. The company applies a very prudent policy of financial indebtedness and in fact the main sources of financing for the company is the net worth, with debts being relegated to a secondary plan and optimising the figure of financial expenditure.

## 6. Securities listed for trading.

The company does not issue securities listed for trading on any of the regulated markets of the Member States of the European Union.

## 7. Average employment for the period.

The average number of persons employed at 30 June, as well as staff at closing, distributed by categories and gender, is set out in the following tables:

2021/2022	Average personnel		Personnel at 30/06/2022	
	Men	Women	Men	Women
Commercial	0	1	0	1
<b>Total</b>	<b>0</b>	<b>1</b>	<b>0</b>	<b>1</b>

## 8. Deferral of payments to suppliers.

The deferral of payments is not within the limit of 30 days established by the Commercial Operations Prompt Payment Act. The regulatory term for payment is 30 calendar days, which may be extended by virtue of an agreement between the parties, but cannot exceed 60 calendar days.

The company has debts due for more than 30 days with suppliers for commercial operations amounting to 3,514.97 euros, of which 1,839.2 euros corresponds to dominant company Real Club Celta de Vigo, S.A.D.

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This management report was drawn up by the Sole Director of the company, at a meeting held for that purpose.

Real Club Celta de Vigo, S.A.D.

Represented by Mr Manuel Carlos Mouriño Atanes

The management report was issued on August 1, 2022 and this document is a literal translation of it.