



**REPORT BY THE AUDIT AND CONTROL
COMMISSION ON THE INDEPENDENCE OF
THE EXTERNAL AUDITORS**

FISCAL YEAR 2022

1. INTRODUCTION

In accordance with the provisions of Article 529 quaterdecies.4 of the consolidated text of the Capital Companies Act, approved by Royal Legislative Decree 1/2010, of July 2 (the “**Capital Companies Act**”), as well as Article 13.2 of the Regulations of the Board of Directors of Técnicas Reunidas, S.A. (“**Técnicas Reunidas**” or the “**Company**”), it is the responsibility of the Audit and Control Commission (the “**Commission**”) to “*establish an appropriate relationship with the external auditor in order to receive information on any issues that might pose threats for their independence*”, likewise, “*issue, annually and prior to issuing the auditor’s report, a report expressing an opinion on whether the independence of the auditors of accounts or audit firms resulted affected*”, which “*will contain, without exception, a reasoned assessment of the provision of each and every service other than those referred to above, considered individually and in their entirety, separate from the statutory audit and related to the rules on independence or the regulations governing auditing activity*”.

In fulfillment of this legal obligation, the Commission has prepared this report, which will be published on the Company website with sufficient time in advance of the Ordinary General Shareholders’ Meeting, in accordance with the provisions of recommendation 6 of the Good Governance Code of Listed Companies.

2. ANALYSIS OF EXTERNAL AUDITORS INDEPENDENCE

The auditing firms Deloitte, S.L. (“**Deloitte**”) and PriceWaterHouseCoopers Auditores S.L. (“**PWC**”) were re-elected as auditors for the Company and its consolidated Group for fiscal year 2022 (both auditors must act jointly) at the General Shareholders’ Meeting held on June 28, 2022 with 97.79 % of votes in favor.

During the course of its activities throughout 2022, the Commission has held the pertinent meetings with Deloitte and PWC, from whom they have received detailed information about the non-audit services provided to the Company and other entities comprising its Group in accordance with the provisions to that effect in Article 13.2 of the Board of Directors’ Regulations and in order to ensure compliance with the provisions of Article 529 quaterdecies.4.e) of the Capital Companies Act.

The breakdown of the services provided by Deloitte and PWC to the Company and its consolidated Group during fiscal year 2022 is as follows (in thousands of euros):

1) Deloitte:

	2021	2022
Account auditing services	606	700
Other non-audit services	69	56
Taxation Services	24	82
Total	675	838

2) PWC:

	2021	2022
Account auditing services	803	759
Other non-audit services	263	130
Taxation Services	103	165
Total	1,169	1.054

The categories “*Other services performed by the auditor*” and “*Tax services*” include mainly, exceptional, advisory services relating specifically to matters concerning the activity of the TR Group’s international subsidiaries or sustainability issues, among others. Consequently, the Commission concludes that none of the services provided by Deloitte and PWC to the Company during fiscal year 2022 constitutes any of those prohibited by the Law on Account Auditing 22/2015, as of July 20 (“**Law on Account Auditing**”).

The Commission has analyzed the monitoring of the issues set out in Account Auditing Law, specifically as regards business combinations involving external auditors. Thus, the cost of services provided by Deloitte and PWC to the Company and its consolidated Group for fiscal year 2022 amounts to 1.892 thousand euros (1.054 thousand euros corresponding to PWC and 838 thousand euros corresponding to Deloitte), of which 433 thousand euros (22,89 % of the total amount) corresponds to non-audit services (295 thousand euros by PWC and 138 thousand euros by Deloitte).

The Commission has assessed in a motivated manner the provision of each and every one of the services additional to the account auditing services provided by Deloitte and PWC during fiscal year 2022, both individually and as a whole and



considers that the provision of the audit services by Deloitte and PWC has not been influenced or conditioned by the provision of these additional services.

Similarly, the Commission has verified the observance of the obligatory rotation of the audit partner and signatory to the Company accounts, since for the second consecutive year following the previous year's turnover, Mr. Fernando Pindado was the signatory to the accounts for fiscal year 2022 on behalf of PWC, while Mr. Antonio Sánchez-Covisa Martín-González was the signatory on behalf of Deloitte.

Finally, the Commission expresses that they have received Deloitte's and PWC's written confirmation of that there were no objective reasons to question the existence of their independence in 2022, as well as information on the non-audit services provided by the external auditors to the Company and its business Group during fiscal year 2022. This statement expressly indicates that during fiscal year 2022, the auditors have found no cause for incompatibility as laid down to that effect in the Law on Auditing.

Likewise, the partners responsible for the audit have informed the Commission that, during their work, the external auditors have had access to all the necessary information and that they have received all the required collaboration from the Group's personnel for the development of their activity.

3. CONCLUSION

In view of the information available, summarized above, the Commission confirms that it has not identified any factors that jeopardize the independence of the auditors Deloitte and PWC.