

The background of the entire page is a vibrant, abstract composition of fine, multi-colored powders. The colors range from deep reds and oranges on the left to bright greens and yellows in the center, and purples and blues on the right. The powders are scattered in a way that creates a sense of depth and movement, with some areas appearing more densely packed than others. The overall effect is a rich, textured, and colorful backdrop.

ANTEVENIO

**ANTEVENIO, S.A.**

**INTERIM FINANCIAL  
STATEMENTS**

**for the period ended 30 June 2021**



**ANTEVENIO, S.A.**

Interim Financial Statements for The Period Ended 30 June  
2021

<b>ANTEVENIO, S.A.</b> <b>Balance Sheet</b> <b>at 30 June 2021</b> <b>(in Euros)</b>				
<b>ASSETS</b>	<b>Note</b>	<b>30.06.2021</b>	<b>31.12.2020</b>	<b>30.06.2020</b>
<b>NON-CURRENT ASSETS</b>		<b>16,713,904</b>	<b>11,273,188</b>	<b>12,663,411</b>
<b>Intangible assets</b>	<b>6</b>	<b>21,736</b>	<b>5,587</b>	<b>7,139</b>
Computer software		21,736	5,587	7,139
<b>Property, plant and equipment</b>	<b>5</b>	<b>71,281</b>	<b>89,140</b>	<b>129,819</b>
Technical installations and other items of PPE		71,281	89,140	129,819
<b>Non-current investments in group companies and associates</b>		<b>16,187,563</b>	<b>10,858,785</b>	<b>12,226,559</b>
Equity instruments	<b>9</b>	14,596,469	8,717,691	10,085,465
Non-current loans to group companies and associates	<b>8.1 and 18</b>	1,591,094	2,141,094	2,141,094
<b>Non-current investments</b>	<b>8.1</b>	<b>-</b>	<b>7,485</b>	<b>37,476</b>
Loans to companies		-	-	29,991
Other financial assets		-	7,485	7,485
<b>Deferred tax assets</b>	<b>13</b>	<b>433,324</b>	<b>312,191</b>	<b>262,418</b>
<b>CURRENT ASSETS</b>		<b>1,915,836</b>	<b>5,416,603</b>	<b>2,690,605</b>
<b>Trade and other receivables</b>		<b>1,199,336</b>	<b>3,334,243</b>	<b>1,949,725</b>
Trade receivables	<b>8.1</b>	38,371	39,587	44,484
Trade receivables from group companies and associates	<b>8.1 and 18</b>	1,096,881	2,999,438	1,902,360
Other receivables			294,134	-
Personnel	<b>8.1</b>	1,707	1,084	2,881
Other receivables from Public Entities	<b>13</b>	62,377	-	
<b>Current investments in group companies and associates</b>	<b>8.1 and 18</b>	<b>265,376</b>	<b>1,612,384</b>	<b>79,480</b>
Debt securities		265,376	1,612,384	79,480
<b>Current accruals</b>		<b>172,202</b>	<b>9,001</b>	<b>38,797</b>
<b>Cash and cash equivalents</b>	<b>8.1</b>	<b>278,922</b>	<b>460,974</b>	<b>622,603</b>
Cash		278,922	460,974	622,603
<b>TOTAL ASSETS</b>		<b>18,629,740</b>	<b>16,689,791</b>	<b>15,354,016</b>

<b>ANTEVENIO, S.A.</b> <b>Balance Sheet</b> <b>at 30 June 2021</b> <b>(in Euros)</b>				
<b>EQUITY AND LIABILITIES</b>	<b>Note</b>	<b>30.06.2021</b>	<b>31.12.2020</b>	<b>30.06.2020</b>
<b>EQUITY</b>		<b>6,946,155</b>	<b>8,349,654</b>	<b>8,352,689</b>
<b>Capital and reserves</b>	<b>11</b>	<b>6,946,155</b>	<b>8,349,654</b>	<b>8,352,689</b>
<b>Share capital</b>		<b>819,099</b>	<b>819,099</b>	<b>231,412</b>
Issued capital		819,099	819,099	231,412
<b>Share Premium</b>	<b>11.2</b>	<b>-</b>	<b>-</b>	<b>8,189,787</b>
<b>Reserves</b>	<b>11.2</b>	<b>12,702,945</b>	<b>12,702,945</b>	<b>5,100,844</b>
Legal and statutory reserves		46,282	46,282	46,282
Other reserves		12,656,663	12,656,663	5,054,562
<b>Prior period's losses</b>		<b>(5,172,391)</b>	<b>-</b>	<b>-</b>
<b>Profit/(loss) for the year</b>	<b>3</b>	<b>(1,403,499)</b>	<b>(5,172,390)</b>	<b>(5,169,354)</b>
<b>Other equity instruments</b>	<b>19</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>NON-CURRENT LIABILITIES</b>		<b>7,207,652</b>	<b>2,090,360</b>	<b>3,255,930</b>
<b>Non-current payables</b>	<b>8.2.2</b>	<b>1,911,117</b>	<b>1,840,360</b>	<b>3,005,930</b>
Finance lease payables		14,936	14,936	24,185
Debts with financial institutions		500,000	429,243	500,000
Other financial liabilities	<b>8.2</b>	<b>1,396,181</b>	<b>1,396,181</b>	<b>2,481,745</b>
<b>Non-current payables, Group companies</b>	<b>8.2 and 18</b>	<b>5,296,536</b>	<b>250,000</b>	<b>250,000</b>
<b>CURRENT LIABILITIES</b>		<b>4,475,932</b>	<b>6,249,779</b>	<b>3,745,397</b>
<b>Short-term provisions</b>		<b>8,065</b>	<b>15,000</b>	<b>-</b>
<b>Current payables</b>	<b>8.2</b>	<b>194,429</b>	<b>257,494</b>	<b>509,209</b>
Debts with financial institutions		3,230	74,730	495,875
Finance lease payables		4,658	10,211	9,168
Other financial liabilities		186,541	172,553	4,166
<b>Current payables to Group companies and associates</b>	<b>8.2 and 18</b>	<b>2,568,179</b>	<b>4,788,424</b>	<b>2,561,228</b>
<b>Trade and other payables</b>		<b>1,705,259</b>	<b>1,188,861</b>	<b>674,960</b>
Suppliers	<b>8.2</b>	<b>223,872</b>	<b>228,659</b>	<b>220,099</b>
Suppliers, group companies and associates	<b>8.2 and 18</b>	<b>235,830</b>	<b>80,723</b>	<b>42,170</b>
Other payables	<b>8.2</b>	<b>731,937</b>	<b>512,112</b>	<b>144,054</b>
Personnel (outstanding remunerations)	<b>8.2</b>	<b>322,401</b>	<b>164,176</b>	<b>66,151</b>
Current tax liabilities	<b>13</b>	<b>28,404</b>	<b>28,404</b>	<b>28,404</b>
Other payables to Public Entities	<b>13</b>	<b>162,816</b>	<b>174,539</b>	<b>164,765</b>
Advances from customers	<b>8.2</b>	<b>-</b>	<b>248</b>	<b>9,317</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>18,629,740</b>	<b>16,689,791</b>	<b>15,354,016</b>

<b>ANTEVENIO, S.A.</b> <b>Profit and Loss Account</b> <b>for the annual period ended 30 June 2021</b> <b>(in Euros)</b>				
	Note	30.06.2021	31.12.2020	30.06.2020
<b>CONTINUING OPERATIONS</b>				
<b>Revenue:</b>	<b>14.d</b>	<b>135,925</b>	<b>2,174,020</b>	<b>1,089,551</b>
Sales		-	-	-
Rendering of services		135,925	2,174,020	1,089,551
<b>Supplies</b>		<b>(2,800)</b>	<b>(4,250)</b>	<b>(1,850)</b>
Subcontracted work		(2,800)	(4,250)	(1,850)
<b>Other operating income</b>		<b>1,850</b>	-	-
Non-trading and other operating income		1,850	-	-
<b>Personnel expenses:</b>		<b>(870,590)</b>	<b>(991,471)</b>	<b>(470,186)</b>
Wages and salaries		(729,543)	(825,413)	(378,016)
Employee benefit expense	<b>14.a</b>	(141,046)	(166,059)	(92,170)
<b>Other operating expenses</b>		<b>(601,563)</b>	<b>(1,927,156)</b>	<b>(955,912)</b>
External services		(601,563)	(1,911,811)	(955,912)
Taxes		-	-	-
Losses, impairment and changes in trade provisions		-	(15,345)	-
<b>Amortization and depreciation</b>	<b>5 and 6</b>	<b>(28,119)</b>	<b>(69,738)</b>	<b>(38,057)</b>
<b>Impairment and gains/losses on disposal of fixed assets</b>	<b>14.c</b>	-	<b>(42,014)</b>	<b>(24,230)</b>
<b>Other income / (loss)</b>		<b>(1,871)</b>	<b>(34,655)</b>	
<b>OPERATING PROFIT / (LOSS)</b>		<b>(1,367,168)</b>	<b>(895,264)</b>	<b>(400,684)</b>
<b>Finance income:</b>	<b>14.b</b>	<b>19,096</b>	<b>1,096,093</b>	<b>14,471</b>
Dividends		-	850,000	-
Group companies and associates		-	850,000	-
Marketable securities and other financial instruments		19,096	246,093	14,471
Group companies and associates		13,537	19,826	8,847
Other		5,558	226,267	5,624
<b>Finance Expenses:</b>	<b>14.b</b>	<b>(53,598)</b>	<b>(106,778)</b>	<b>(31,162)</b>
Debts with third parties		(25,107)	(59,250)	(10,674)
Debts with Group companies and associates		(28,491)	(47,528)	(20,488)
<b>Translation differences</b>	<b>12</b>	<b>(1,829)</b>	<b>11</b>	<b>(158)</b>
<b>Impairment and gains / (losses) on disposal of financial instruments</b>		-	<b>(5,387,191)</b>	<b>(4,752,000)</b>
a) Impairment and losses		-	(5,387,191)	(4,752,000)
<b>Change in fair value of financial instruments</b>		-	-	-
<b>NET FINANCE INCOME/(EXPENSE)</b>		<b>(36,331)</b>	<b>(4,397,865)</b>	<b>(4,768,848)</b>
<b>PROFIT / (LOSS) BEFORE INCOME TAX</b>		<b>(1,403,499)</b>	<b>(5,293,129)</b>	<b>(5,169,532)</b>
<b>Income Tax</b>	<b>13</b>	-	<b>139,549</b>	<b>176</b>
<b>Other taxes</b>			<b>(18,811)</b>	
<b>PROFIT/(LOSS) FOR THE PERIOD</b>		<b>(1,403,499)</b>	<b>(5,172,390)</b>	<b>(5,169,356)</b>

ANTEVENIO, S.A.  
Statement of Changes in Equity  
for the annual period ended 30 June 2021

A) STATEMENT OF RECOGNIZED INCOME AND EXPENSES

	30.06.2021	31.12.2020	30.06.2020
<b>PROFIT / (LOSS) FOR THE PERIOD</b>	(1,403,499)	(5,172,390)	(5,169,356)
Income and expense directly recognized in equity:			
Transfers to Profit and Loss Account			
<b>C) TOTAL TRANSFERS TO PROFIT AND LOSS ACCOUNT</b>			
<b>TOTAL RECOGNIZED INCOME AND EXPENSE</b>	(1,403,499)	(5,172,390)	(5,169,356)

B) STATEMENT OF TOTAL CHANGES IN EQUITY

	Issued capital	Share Premium	Reserves	(Treasury shares and equity holdings)	Other equity instruments	Profit/(loss) for the year	Prior period's losses	Total
<b>BALANCE AT 30 JUNE 2020</b>	231,412	8,189,787	5,100,845			( 5,169,355)		8,352,689
Total recognized income and expense								
Transactions with equity holders and owners								
Distribution of dividends								
Transactions in own shares								
<b>Other changes in equity</b>						( 3,035)		( 3,035)
Profit/(loss) for the year						( 3,035)		( 3,035)
<b>Other transactions</b>		( 21,974,180)						( 21,974,180)
<b>Capital increase and other distributions</b>	587,687	13,784,393	7,602,101					21,974,181
<b>BALANCE AT 31 DECEMBER 2020</b>	819,099		12,702,945			( 5,172,390)		8,349,654
Total recognized income and expense								
Transactions with equity holders and owners								
Distribution of dividends								
Transactions in own shares								
<b>Other changes in equity</b>						( 1,403,499)		( 1,403,499)
Profit/(loss) for the year						( 1,403,499)		( 1,403,499)
<b>Other transactions</b>						5,172,390	( 5,172,390)	
<b>BALANCE AT 30 JUNE 2021</b>	819,099		12,702,945			( 1,403,499)	( 5,172,390)	6,946,155

**ANTEVENIO, S.A.**  
**STATEMENT OF CASH FLOWS FOR THE YEAR**  
**ENDED 30 JUNE 2021 (in Euros)**

<b>CASH FLOWS</b>	<b>Note</b>	<b>30.06.2021</b>	<b>31.12.2020</b>	<b>30.06.2020</b>
<b>A) CASH FLOWS FROM OPERATING ACTIVITIES</b>		<b>2,800,894</b>	<b>(617,945)</b>	<b>(1,230,650)</b>
<b>Profit/(loss) for the year before tax</b>		<b>(1,403,499)</b>	<b>(5,293,129)</b>	<b>(5,169,532)</b>
<b>Adjustments for:</b>		<b>64,450</b>	<b>4,482,948</b>	<b>4,831,135</b>
a) Amortization and depreciation	<b>5 and 6</b>	28,119	69,738	38,057
b) Impairment losses		-	5,387,191	-
c) Change in provisions			15,345	-
d) Finance income	<b>14.b</b>	(19,096)	(1,096,093)	(14,471)
e) Financial expenses	<b>14.b</b>	53,598	106,778	31,161
f) Exchange gains/(losses)	<b>12</b>	1,829	(11)	158
g) Impairment of, and gains/(losses on disposal) of financial instruments		-		4,752,000
h) Other income and expenses		-		24,230
<b>Changes in operating assets and liabilities</b>		<b>4,186,168</b>	<b>(797,079)</b>	<b>(863,179)</b>
a) Trade and other receivables		1,916,505	(1,339,945)	(225,951)
b) Other current assets		1,183,808	(188,035)	259,337
c) Trade and other payables		528,370	682,513	(153,043)
d) Other non-current assets and liabilities		557,485	48,388	(743,522)
<b>Other cash flows from operating activities</b>		<b>(46,225)</b>	<b>989,315</b>	<b>(29,075)</b>
a) Interest paid		(53,598)	(106,778)	(31,161)
b) Interest received		19,096	1,096,093	14,471
c) Income tax received (paid)		(11,723)	-	(12,386)
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		<b>(26,313)</b>	<b>(9,845)</b>	<b>2,612</b>
<b>Payment for investments</b>		<b>(26,313)</b>	<b>(9,845)</b>	<b>2,612</b>
b) Intangible assets	<b>6</b>	(18,743)	-	-
c) Property, plant and equipment	<b>5</b>	(7,570)	(9,845)	2,612
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		<b>(2,954,804)</b>	<b>47,734</b>	<b>809,769</b>
<b>Proceeds from and payments for equity instruments</b>		<b>(5,788,787)</b>	<b>-</b>	<b>-</b>
a) Issue of equity instruments	<b>21</b>	(5,788,787)	-	-
b) Issue of equity instruments	<b>19</b>	-	-	-
<b>Proceeds from and payments for financial liability instruments</b>		<b>2,833,983</b>	<b>47,734</b>	<b>809,769</b>
a) Issue		(2,206,256)	-	(408,368)
1. Debts with financial institutions		-	-	-
2. Other		-	-	-
b) Redemption and repayment of		5,040,239	47,734	1,218,137
1. Debts with financial institutions		5,040,239	47,734	1,218,137
<b>D) EFFECT OF EXCHANGE RATE FLUCTUATIONS</b>		<b>(1,829)</b>	<b>-</b>	<b>(158)</b>
<b>E) NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS</b>		<b>(182,052)</b>	<b>(580,056)</b>	<b>(418,427)</b>
<b>Cash or cash equivalents at beginning of period</b>		<b>460,974</b>	<b>1,041,030</b>	<b>1,041,030</b>
<b>Cash or cash equivalents at end of period</b>		<b>278,922</b>	<b>460,974</b>	<b>622,603</b>

**ANTEVENIO S.A.**

**INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2021**



**ANTEVENIO, S.A.**

**NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED  
30 JUNE 2021**

**NOTE 1. INCORPORATION, ACTIVITY AND LEGAL REGIME OF THE COMPANY**

**a) Incorporation and Legal Regime**

Antevenio, S.A. (hereinafter the Company) was incorporated on 20 November 1997 under the name "Interactive Network, S.L."; later, on 22 January 2001, the Company converted into a public limited company and changed its corporate name to I-Network Publicidad, S.A.. On 7 April 2005, the Annual General Meeting approved the change of the Company's name to its current one.

**b) Activity and Registered Address**

The Company's corporate purpose involves any activities that, according to the existing provisions on advertising, are typical of general advertising agencies; accordingly, the Company may execute all manner of acts, contracts and transactions and, in general, take all measures directly or indirectly conducive to, or deemed necessary or convenient for, the fulfilment of the aforementioned corporate purpose. The activities that form the Company's corporate purpose may be performed, entirely or partly, by the Company, either directly or indirectly through its interests in other companies with an identical or similar purpose.

The Company moved its registered office at C/Marqués de Riscal 11, Planta 4ª (Madrid) to Calle Apolonio Morales 13c (Madrid) on 30 September 2020. This change of registered office was a consequence of the measures taken to mitigate the impact of COVID, which consisted of reducing operating leasing expenses by merging offices with other group companies. The Company is part of the Group Antevenio S.A. and subsidiaries, whose activities involve the performance of activities relating to advertisement in Internet; the Company is the parent of the Group and files its individual financial statements with the Mercantile Register of Madrid. Antevenio, S.A. and subsidiaries Financial Statements for 2019 were approved by the Annual General Meeting of the Company, held on 1 July 2020, and filed before the Business Register of Madrid.

The Company is listed on the French alternative market, Euronext Growth, since 2007.

The Company has a significant volume in balances and transactions with group companies.

The Company's financial year begins on 1 January and finishes on 31 December of each year.

**c) Legal Regime**

The Company is governed by its Articles of Association and By-laws and by the existing Spanish Law on Corporations.

## **NOTE 2. BASIS FOR PRESENTATION OF THE INTERIM FINANCIAL STATEMENTS**

### **a) Fair presentation**

The interim financial statements for the period ended 30 June 2021 were drawn up based on the accounting records of the Company and presented in accordance with the existing Code of Commerce and the accounting policies set forth in the Spanish General Chart of Accounts approved by Royal Decree 1514/2007 of 16 November, and applying the amendments introduced thereto by Royal Decrees 1159/2010 of 17 September, 602/2016 of 2 December and 1/2021 of 12 January with a view to rendering a fair image of the Company's equity, financial position and the results of its operations, changes in equity and cash flows during the reporting period.

### **b) Accounting Principles applied**

In the preparation of the accompanying Interim Financial Statements the accounting policies set forth in the Spanish Code of Commerce and General Chart of Accounts have been applied.

All mandatory accounting principles which would have a significant effect on the preparation of these consolidated financial statements have been applied.

### **c) Impact of COVID**

In the wake of the health and economic crisis triggered by the global coronavirus pandemic (COVID-19), the following new information and detailed information explained below should be taken into account in relation to the following aspects:

During 2020:

Lease concessions

Increased teleworking of staff has led to a reduction in the need to use certain office space, and Antevenio S.A. has therefore cancelled some office rental contracts, resulting in cost savings.

As a result of this treatment, Antevenio S.A. recognised a lower expense over the months to reflect the changes related to COVID-19.

Government aid:

In response to the pandemic triggered by the coronavirus (COVID-19), the Spanish Government approved a series of measures available to Antevenio S.A., as set out in Royal Decree-Law 9/2020 of 27 March on the suspension of employment contracts.

More specifically, Antevenio S.A. availed itself of one of the measures approved by this rule and, in particular, almost all Antevenio S.A. employees were enrolled in the respective furlough programmes (ERTEs) from 1 May to 31 December. This measure resulted in a 20% reduction in working hours, with a consequent savings in labour costs. However, the company supplemented the salary of all workers partially from May to October (both inclusive), and supplemented the entire (100%) salary from October to December 2020.

Moreover, article 29 of Royal Decree-law 8/2020 of 17 March approved a line of State Guarantees of up to €100 billion from the Ministry of Economic Affairs and Digital Transformation to facilitate the maintenance of employment and alleviate the economic effects of the health crisis. The guarantees

would be given to the financing granted by financial institutions to facilitate access to credit and liquidity for businesses and the self-employed to cope with the economic and social impact of the pandemic.

The agreements of the Council of Ministers of 24 March, 10 April, 5 May, 19 May and 16 June 2020 provide for the activation of the tranches of the facility, which are distributed as follows:

- SMEs and freelancers: €67,500 million
- Non-SMEs: €25,000 million
- Tourism sector and related activities: €2.5 billion for the freelancers and SMEs.
- Acquisition or financial or operational leasing of road transport motor vehicles for professional use: €500 million for freelancers and businesses.

This line of State Guarantees for companies and freelancers from the Ministry of Economic Affairs and Digital Transformation is managed by the Instituto de Crédito Oficial (also referred to as “ICO” or the “Official Credit Institute”) through the financial institutions that grant financing to companies and freelancers to alleviate the economic effects of the pandemic, helping with liquidity and covering the working capital needs of freelancers, SMEs and companies, in order to maintain productive activity and employment.

Companies can access these guarantees through their financial institutions, through the formalisation of new financing operations or the renewal of existing ones.

Antevenio, S.A. secured this financing from the Instituto de Crédito Oficial (Official Credit Institute), guaranteed by the corresponding State guarantees, as follows:

- ICO loans: List of ICO loans obtained with the different financial institutions:

Group	Product	Amount
Antevenio	ICO Loan	500,000

- ICO credit lines: List of ICO credit policies obtained with the different financial institutions:

Group	Product	Amount
Antevenio	ICO Policy	500,000

The formalised ICO loans have a 12-month grace period. We are considering the option of taking advantage of the deferral of the original maturity of the ICO guarantee facilities approved by the Resolution of 25 November 2020 of the Secretary of State for the Economy and Business Support. Although no further information is available at this stage on the final grace period and the higher financial cost involved, the higher financial cost is not expected to be significant.

Disclosure of subsequent events: As explained in the Management Report, the above outlook could nevertheless be affected by the continued impact of COVID-19 on the global economy, although the Board of Directors' outlook for 2021 remains in line with the growth path experienced to date.

In 2021, there were also no changes in lease contracts or aid received in relation to COVID-19.

**d) Functional and presentation currency**

In compliance with the existing regulations on accounting, the accompanying Interim Financial Statements are presented in Euro, which is the Company's functional currency.

**e) Comparative information**

Each item in the Interim Balance Sheet, Interim Profit and Loss Account, Interim Statement of Changes in Equity and Interim Cash Flow Statement, in addition to the figures for the six months ended 30 June 2021, includes the figures for the year ended 31 December 2020, which formed part of the 2020 financial statements approved by the Annual General Meeting of Shareholders on 16 June 2021 and the figures for the six months ended 30 June 2020, presented for information purposes.

Line items from different periods are both comparative and homogeneous, except for the figures from the financial year ended 31 December 2020 that relate to a 12-month period and are therefore non-comparative.

**f) Aggregation of items**

In order to facilitate the understanding of the Balance Sheet, of the Profit and Loss Account, of the Statement of Changes in Equity and of the Statement of Cash Flows, line items are therein presented on an aggregated basis and the required relevant disclosures are included in the Notes.

**Responsibility for information and estimates**

Preparation of the accompanying Interim Financial Statements requires judgements, estimates and assumptions affecting the application of accounting policies and the balances of assets, liabilities, income and expenses. The related estimates and assumptions are based on past experience and several other factors deemed to be reasonable in the current context. Estimates and assumptions are subject to continuous revision; the effects of changes in accounting estimates are recognized in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

In preparing the Interim Financial Statements for the half-year ended 30 June 2021, the Company's Directors have made certain accounting estimates for the measurement of the assets, liabilities, income, expenses and commitments therein recorded. These estimates relate basically to the following:

- The assessment of eventual impairment losses on certain assets (note 4c).
- The assessment of eventual losses arising from the determination of the recoverable value of equity investments in Group companies, jointly controlled entities and associates, for which future cash flows projections based on return and discount rates and other variables and assumptions made by the Company's management, that justify the measured value of those investments (see notes 4e and 9).
- The useful lives of intangible fixed assets and of items of property, plant and equipment (see notes 4a and 4b).
- The amount for certain provisions (Note 4i)

Although these estimates were based on the best information available at 30 June 2021, additional



information subsequently obtained or events and circumstances taking place in the future might make it necessary to change in future periods the assumptions on which these estimates are based; the effects of those changes will be prospectively recognized and included in the profit or loss account for the relevant period.

In addition of the process of systematic estimates and the revision thereof, certain judgements are used, amongst which those relating to measurement of the eventual impairment of assets, and those relating to provisions and contingent liabilities.

### **NOTE 3. DISTRIBUTION OF PROFIT/(LOSS)**

The General Shareholders Meeting held on 16 June 2021 approved the following proposal for the distribution of profit obtained by the Company in 2020:

#### **Basis of distribution**

Profit and loss (loss)	(5,172,390)
Total	<u>(5,172,390)</u>

#### **Application**

Prior period's losses	(5,172,390)
<b>Total</b>	<b><u>(5,172,390)</u></b>

### **Distribution of dividends:**

Royal Decree-Law 18/2020 of 12 May, on social measures in defence of employment, includes a limitation on the distribution of dividends of companies that apply a Temporary Layoff Plan (ERTE). Article 5.2 states that trading companies or other legal entities that avail themselves of the temporary redundancy plans regulated in Article 1 of the Royal Decree-Law and use the public resources allocated to them may not distribute dividends corresponding to the fiscal year in which these temporary redundancy plans are applied, unless they previously pay the amount corresponding to the exemption applied to social security contributions.

In addition, the Resolution of 6 May 2020, published in the Official State Gazette of 9 May 2020, of the Secretary of State for the Economy and Business Support, which publishes the Agreement of the Council of Ministers of 5 May 2020, establishing the terms and conditions of the third tranche of the line of guarantees for loans granted to companies and freelancers, promissory notes included in the Alternative Fixed Income Market (MARF) and guarantees granted by the Compañía Española de Reafianzamiento, SME, Sociedad Anónima (CERSA), and limits are authorised to acquire expenditure commitments charged to future fiscal years in application of the provisions of article 47 of the General Budgetary Law 47/2003, of 26 November, which establishes that "the financing obtained must be used to meet the liquidity needs derived, among others, from the management of invoices, payment of payrolls and suppliers, the need for working capital and maturities of financial or tax obligations. *Therefore, by way of example, State-guaranteed financing may under no circumstances be used for the payment of dividends or interim dividends*".

In fiscal year 2020, the Company availed itself of some relief as a result of the COVID-19 pandemic: ERTes where social security contributions have not been waived but ICO loans have been applied for.

#### **NOTE 4. RECOGNITION AND MEASUREMENT STANDARDS**

In compliance with the provisions of the Spanish General Accounting Plan, the main measurement standards applied by the Company in the preparation of the accompanying Interim Financial Statements at 30 June 2021 were as follows:

##### **a) Intangible assets**

Elements of intangible assets are measured at cost, determined as the purchase price or the production cost, less any accumulated amortization (calculated on the basis of their useful lives) and, where appropriate, any impairment losses.

Intangible assets are measured at production cost or acquisition price, net of any accumulated amortization, in the case of intangible assets with a finite useful life, and net of any accumulated impairment losses.

##### **Industrial property**

Development expenditure capitalized when a patent or similar right is obtained, including expenses incurred on registering industrial property, and the acquisition costs of the related rights from third parties, are accounted for as industrial property.

Industrial property is amortized on a straight-line basis throughout its useful life, at an annual rate of 20%.

##### **Computer software**

Licenses for computer software acquired from third parties or internally developed computer software are recognized as intangible assets on the basis of the costs incurred in acquiring or developing them, and preparing them for use.

Computer software is amortized on a straight-line basis throughout its useful life, at an annual rate of 25%.

Maintenance costs incurred from computer applications during the period are recognized in the Profit and Loss Account.

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

Property, plant and equipment is recognized at acquisition or production cost and less any accumulated depreciation and, where appropriate, any accumulated impairment losses.

Upkeep and maintenance costs incurred during the period are recorded in the Profit and Loss Account. Costs incurred to renovate, enlarge or improve items of property, plant and equipment which increase capacity or productivity or extend the useful life of the asset are capitalized as part of the cost of the related asset. The carrying amount of items that are replaced are derecognized.

Indirect taxes on property, plant and equipment are included in the acquisition price or production

cost only when they are not directly recoverable from Tax Authorities.

The cost of the different items that make up property, plant and equipment, where applicable net of their residual value, is depreciated on a straight-line basis over the estimated years of useful life over which the Company expects to use said items and in line with the following table:

	30/06/2021		31/12/2020		30/06/2020	
	Annual Percentage	Estimated Years of Useful Life	Annual Percentage	Estimated Years of Useful Life	Annual Percentage	Estimated Years of Useful Life
Other installations	20	5	20	5	20	5
Furniture	10	10	10	10	10	10
Computer hardware	25	4	25	4	25	4
Other property, plant and equipment	20-10	5-10	20-10	5-10	20-10	5-10

The carrying amount of an item of property, plant and equipment is derecognized on disposal, or when no future economic benefits are expected from its use or disposal.

The gain or loss on derecognition of an item of property, plant and equipment shall be determined as the difference between the net amount obtained on the disposal of the item, and the carrying amount. The gain or loss shall be recognized in the Profit and Loss Account when the item is derecognized.

Investments made by the Company in leased premises, which are not separable from the leased asset, are amortized over their useful life which corresponds to the lesser of the duration of the lease, including renewal period when there is evidence to support that it will occur, and the economic life of the asset.

### c) **Impairment of intangible assets and of property, plant and equipment**

An impairment loss in the value of intangible assets or property, plant and equipment occurs when their carrying amount exceed their recoverable value, the latest understood as the higher of its fair value less costs to sell and its value in use.

To these purposes, at least at year end, the Company assesses, using the so-called "impairment test", whether there is evidence that any intangible assets or property, plant and equipment with indefinite useful life, or, where applicable, any cash-generating unit may be impaired; if so the Company proceeds to estimate the recoverable amount thereof applying the corresponding value adjustments.

The impairment of property, plant and equipment is calculated individually. However, when the recoverable amount of each individual asset cannot be determined, the Company proceeds to establish the recoverable amount of the cash-generating unit to which the relevant asset is associated.

When an impairment loss is subsequently reversed (a circumstance that is not permitted in the specific case of goodwill), the carrying amount of the relevant asset or cash-generating unit is increased to the revised estimate of its recoverable value, insofar as the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or the cash-generating unit in prior years. A reversal of an impairment loss is recognized as income in Profit and Loss Account.

**d) Leases and other transactions of similar nature**

When the economic conditions of a lease agreement indicate that substantially all the risks and rewards incidental to ownership of an asset are transferred, the Company classifies this agreement as a finance lease. When the economic conditions of a lease agreement do not meet the requirements for the agreement to be classified as a finance lease, the Group classifies this agreement as an operating lease.

**a.1) Finance leases**

In the finance lease operations in which the Company acts as a lessor, the Company records an asset in the balance sheet according to the nature of the asset under contract and a liability in the same amount, which is the lower between the fair value of the leased good and the current value of the agreed minimum lease payments at the beginning of the lease, including the price of the purchase option. Finance leases do not include contingent rents, the cost of services and taxes that may be passed on by the lessor. The finance charge is recognized in the Profit and Loss Account for the reporting period in which it is accrued, using the effective interest method. Contingent rents are expensed in the reporting period in which they are accrued.

Assets recorded for this type of operations are depreciated using similar criteria to those applied to tangible (or intangible) assets a whole, depending upon their nature.

**a.2) Operating leases**

Expenses arising from operating leases are recognized in the Profit and Loss Account for the year when they accrue.

**e) Financial Instruments**

The Company only recognizes a financial instrument in its balance sheet under the terms of the contract or legal transaction to which it becomes party.

The general principle of measuring financial instruments at fair value through profit or loss is applied, with the exception of receivables that do not contain a significant financing component and are measured at transaction price.

Upon initial recognition financial instruments are classified as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial asset, a financial liability and an equity instrument.

The Company classifies financial instruments under different categories based on their features and on the Company's intention at the time of initial recognition thereof.

Financial instruments are classified for measurement purposes in the following categories:

1. Loans and receivables and debts and payables
2. Equity investments in group companies, jointly controlled entities and associates



The company's financial instruments mainly relate to cash and cash equivalents, loans and receivables, debts and payables and equity investments in Group companies.

### **e.1) Cash and other equivalent liquid assets**

The heading "Cash and cash equivalents" in the Balance Sheet includes cash on hand, bank accounts, demand deposits and other highly liquid short-term investments. These items are recognized at historical cost, which does not differ significantly from realizable value.

### **e.2) Loans and receivables and debts and payables**

#### **e.2.1) Loans and receivables**

The following items are classified in this category:

- a) Trade receivables: financial assets arising on the sale of goods and the rendering of services in the course of the company's trade operations; and

Non-trade receivables: financial assets that are neither equity instruments nor derivatives, not arising on trade transactions, with fixed or determinable payments, and which are not traded in an active market. This category does not include financial assets for which the Company cannot make substantial recovery of the entire initial investment due to circumstances other than credit impairment. These are classified as available-for-sale.

#### **e.2.2) Debts and payables**

The following items are classified in this category:

- a) Trade payables: financial liabilities arising on the purchase of goods and services in the course of the company's trade operations; and
- b) Non-trade payables: financial liabilities that are not derivatives and do not arise on trade transactions.

Financial assets and liabilities included in this category are initially measured at fair value, i.e. the transaction price, which is equivalent to the fair value of the consideration given/received, adjusted for directly attributable transaction costs. Financial assets and liabilities included in this category are subsequently measured at amortized cost.

Nonetheless, trade receivables and trade payables falling due within one year for which there is no contractual interest rate, and loans and advances to personnel, dividends receivable and receivables on called-up equity instruments expected to be collected in the short term, and called-up equity holdings expected to be settled in the short term, are measured at their nominal amount, provided that the effect of not discounting the cash flows is immaterial.

Accrued interest shall be recognized in the Profit and Loss Account using the effective interest rate method. However, receivables and payables falling due within one year initially measured at the nominal amount continue to be measured at that amount, unless receivables are impaired.

At the balance sheet date, the Company recognizes any necessary valuation allowances when there is objective evidence that the value of a receivable is impaired, i.e. when there is evidence of a reduction or delay in estimated future cash flows associated to that asset.

### **e.3) Equity investments in group companies, jointly controlled entities and associates**

This category includes equity investments in companies controlled by the Company (group companies), in companies where the Company shares control with one or several partners under statutory or otherwise agreement (jointly-controlled companies), or companies where the Company exercises a significant influence (associates).

Equity investments in group companies, jointly controlled entities and associates are initially measured at cost, which is equivalent to the fair value of the consideration given plus directly attributable transaction costs.

Equity investments in group companies, jointly controlled entities and associates are subsequently measured at cost less any accumulated impairment.

At the balance sheet date, the Company recognizes any necessary valuation allowances when there is objective evidence that the value of an asset is impaired.

Said losses are calculated as the difference between the carrying value and the recoverable amount, with this value being the higher of its fair value less costs to sell and the current value of future cash flows arising from the investment, calculated by estimating its share in the cash flows expected to be generated by the investee from its normal operations as well as from the disposal or derecognition thereof.

Unless there is better evidence of the investment recoverable amount, for measuring the impairment thereof the net equity of the investee is taken into account, adjusted by the unrealized gains existing on the date of valuation.

Where appropriate, in determining the investee's equity for the purposes of the preceding paragraph, when the investee has equity interest in other companies, the Company has taken into account the investee's equity as presented in its consolidated financial statements prepared in accordance with the criteria set forth in the Spanish Code of Commerce and related implementing provisions.

Changes in value due to impairment losses and, where applicable, their reversals are recognized as an expense or income, respectively, in the Profit and Loss Account. Impairment shall only be reversed up to the limit of the carrying amount of the investment that would have been determined at the reversal date had impairment not been recognized.

### **e.4) Reclassification of financial assets**

The Company may only reclassify a financial asset initially designated as held for trading or at fair value through profit or loss to other categories, or vice versa, when the asset qualifies for classification as an equity investment in group companies, jointly controlled entities or associates.

#### **e.5) De-recognition of financial assets**

A financial asset, or part of a financial asset, is derecognized when the contractual rights to the cash flows from the financial asset expire or have been transferred, provided that substantially all the risks and rewards of ownership have been transferred.

The gain or loss on derecognition of the financial asset shall be determined as the difference between the consideration received net of attributable transaction costs, including any new asset obtained less any liability assumed, and the carrying amount of the financial asset, plus any accumulated amount recognized directly in equity. The gain or loss shall be recognized in profit or loss for the reporting period in which it arises.

#### **e.6) De-recognition of financial liabilities**

Financial liabilities are derecognized when the obligations have been extinguished.

The difference between the carrying amount of a financial liability, or part of that liability, that has been derecognized and the consideration given, including attributable transaction costs and any asset transferred (other than cash) or liability assumed, shall be recognized in the Profit and Loss Account for the reporting period in which it arises.

#### **e.7) Interest and dividends received on financial assets**

Interest and dividends accrued on financial assets after acquisition are recognized as income in the Profit and Loss Account.

Interests are accounted for using the effective interest rate method, while dividends are recognized when the equity holder's right to receive payment is established. Upon initial measurement of financial assets, accrued explicit interest receivable at the measurement date shall be recognized separately, based on maturity. Dividends declared by the pertinent body at the acquisition date shall also be accounted for separately.

#### **e.8) Guarantees extended**

In the case of guarantees extended and received in operating leases and in the provision of services, the difference between their fair value and the amount paid over is recorded as an advance payment or collection for the lease or service provision. Current guarantees extended are measured at the amount disbursed.

Guarantees extended in operating leases are measured at fair value.

#### **e.9) Impairment of financial assets**

A financial asset or group of financial assets is impaired and has generated an impairment loss if there is objective evidence of impairment as a result of an event or events which have occurred subsequent to initial recognition of the asset, and where the event or events causing the loss have an impact on the estimated future cash flows from the asset or group of financial assets which can be reliably estimated.

The company's policy is to recognize the appropriate valuation adjustments for impairment of loans and receivables and debt instruments, where there has been a reduction or delay in estimated future cash flows.

An impairment loss is similarly recognized for equity instruments when the carrying amount thereof becomes non recoverable.

**f) Foreign currency balances, transactions and cash flows**

All foreign currency transactions are translated into Euro by applying the spot exchange rate at the date of the transaction.

At the balance sheet date, non-monetary assets and liabilities measured at fair value are measured using the exchange rate prevailing at the fair value calculation date, i.e. at the balance sheet date. When gains or losses arising from changes in the valuation of a non-monetary item are directly recognized in net equity, any exchange component is also directly recognized in net equity. By contrast, when gains or losses arising from changes in the valuation of a non-monetary item are recognized in the Profit and Loss Account for the year, any exchange difference is recognized in the Profit or Loss Account.

At the balance sheet date, monetary assets and liabilities denominated in foreign currencies are converted to Euro at the rates then prevailing, whereas non-monetary assets and liabilities measured at historical cost have been converted at the exchange rates prevailing at the relevant transaction dates.

Positive and negative differences arising from settlement of foreign currency transactions and from conversion to Euros of monetary assets and liabilities denominated in foreign currency are recognized in profit or loss.

**g) Income Tax**

Between 2013 and 2016, Group companies with registered address in Spain paid taxes under the Special Consolidated Tax Regime within the Group led by the Parent Company.

The Board of Directors informed, at the meeting held on 30 December 2016, that the company Inversiones y Servicios Publicitarios, S.L. ("ISP") owns a 83.09% interest in the share capital of Antevenio (see Note 11) and that, pursuant to the provisions of Article 61.3 of Law 27/2014, of 27 November, on Corporate Income Tax and having regard to the fact that Antevenio S.A. no longer was the company of taxation group 0212/2013 sin ISP had acquired an interest exceeding 75% of the share capital and voting rights in Antevenio, the Board had approved including the Company, effective from the taxation period beginning of 1 January 2017, as a subsidiary of taxation group 265/10, whose company is ISP.

Income tax expense (income) is calculated as the sum of current tax expense (income) and deferred tax expense (income).

Current tax is the amount payable as a result of applying the tax rate to the tax base for the year. Tax credits and other tax benefits, excluding tax withholdings and pre-payments, and tax loss carry forwards from prior years effectively offset in the year, reduce the current tax expense.



On the other hand, deferred tax expense (income) relates to the recognition and settlement of deferred tax assets arising from deductible temporary differences, from the offset of tax loss carryforwards from prior years and from unused tax credits and other tax reliefs pending application, as well as of deferred tax liabilities arising from taxable temporary differences.

Deferred tax assets and liabilities are measured at the rates expected to prevail upon their reversal.

Deferred tax liabilities are recognised for all taxable temporary differences, except for those arising from the initial recognition of goodwill or other assets and liabilities in a transaction that is not a business combination and affects neither taxable profit/(loss) nor accounting profit/(loss).

In accordance with the prudence principle, deferred tax assets shall only be recognised to the extent that it is probable that future taxable income will be available to enable their application. Nonetheless, a deferred tax asset shall not be recognised when the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affected neither accounting profit/(loss) nor taxable income/(loss).

Both current and deferred tax expense (income) are recognized in the Profit and Loss Account. However, current and deferred tax assets and liabilities relating to a transaction or event that was recognized directly in equity shall be accounted for with a debit or credit to the relevant equity line item.

Recognized deferred tax assets and liabilities are reassessed at each balance sheet date in order to ascertain their applicability and the appropriate adjustments are made. Similarly, the company reassesses both recognized and previously unrecognized deferred tax assets. The company then derecognizes previously recorded deferred tax assets when recovery is no longer probable, or recognizes a previously unrecorded deferred tax asset to the extent that it is probable that future taxable profit will enable its application.

#### **h) Revenue and expenses**

In accordance with Royal Decree 1/2021 of 12 January amending the Spanish National Chart of Accounts, the Company recognises revenue in the ordinary course of its business when control of the goods or services promised to customers is transferred. At that time, the company measures the revenue at the amount that reflects the consideration to which it expects to be entitled in exchange for those goods or services. Revenue is recognized when the customer obtains control of the goods or services.

Based on the new criteria, a five step model shall be applied for recognition of revenue in order to determine the timing of recognition and the amount of revenue to be recognized:

- Step 1: Identify the contract
- Step 2: Identify the separate performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the separate performance obligations
- Step 5: Recognize revenue when the entity satisfies a performance obligation

In this model, it is specified that the income must be recognized when (or insofar as) an entity transmits control of the assets or services to a client, and in the amount that the entity wishes to have the right

to receive. Depending on whether certain criteria are met, the income is recognized either throughout a period of time, in such a way that shows the entity's undertaking of the contractual obligation; or at a specific time, when the client obtains control over the assets or services.

Total transaction price is distributed among performance obligations on the basis of their respective stand-alone selling prices. The transaction price of a contract excludes any amounts collected on behalf of third parties.

Revenue is recognized at a given time or over time, when (or as) the Company satisfies the performance obligations by transferring the promised goods or services to its customers.

The Company recognises contract liabilities received in respect of unfulfilled performance obligations and presents these amounts as other liabilities in the statement of financial position. Similarly, if the Company satisfies a performance obligation before it receives the consideration, it recognises either a contractual asset or a receivable in its statement of financial position, depending on whether more than the passage of time is required before the consideration is due.

An asset is recognised for incremental costs incurred to obtain contracts with customers that are expected to be recovered and amortised systematically in the Consolidated Income Statement to the same extent as the related revenue is recognised. There is no significant impact arising from the application of the new regulation.

Operating expenses are recognised in profit or loss for the fiscal year when the service is used or incurred.

The Antevenio Group is primarily engaged in Digital Media Trading, more specifically in performance and brand marketing. The Group has identified the performance obligations of this core activity, namely achieving customer-specified KPIs, which can be measured in terms of leads, clicks, views, etc. in the various media used. The Group sets the price of these obligations when it defines the contractual characteristics of each contract with each specific customer, allocating the price to the performance obligations described above. The revenue on each contract is also recognised when these performance obligations are fulfilled and customer acceptance is secured. Moreover the credit granted to customers is based on the specific characteristics and creditworthiness of the customer.

## **i) Provisions and contingencies**

At the balance sheet date liabilities of uncertain timing or amount, arising from past events the settlement of which is expected to result in an outflow of resources embodying economic benefits, are recognized as provisions in the Balance Sheet and are measured at the present value of the best estimate of the amount required to settle the obligation or transfer it to a third party.

With regards to provisions and contingencies the Company applies the following:

### **i.1) Provisions**

Liabilities that cover present obligations arising from past events, whose future settlement is likely to result in an outflow of resources, for which the amount and settlement date are uncertain.

i.2) Contingent liabilities

Possible obligations that arise from past events and whose existence is contingent upon the occurrence or non-occurrence of one or several future events beyond the control of the Company.

Adjustments arising from the discounting of the provision are recognized as a finance expense when accrued. Provisions expiring within one year are not discounted where the financial effect is not material.

Reimbursements receivable from a third party on settlement of the obligation shall not reduce the amount of debt; the company shall nonetheless recognize the related receivable as an asset, provided that there is no doubt as to its collection.

React2Media, Inc. is currently the subject of an investigation initiated by the New York Attorney General regarding the company's participation in the generation of leads for the Restore Internet Freedom public consultation on net neutrality organised in 2017 by the US Federal Communications Commission. In the opinion of the Group's commissioned legal advisors, it is considered likely that a disbursement will be made to cover the legal costs and possible liabilities that could arise for the company, without being able to reliably quantify the amount given the current status of the process. The Group has therefore made a prudent provision of €190,171 to cover legal costs and possible liabilities that may arise for the company.

j) **Assets of environmental nature**

The Company, due to its line of business, has no environmental assets and has not incurred in any expenditure to minimize the environmental impact and to protect and improve the environment. Furthermore, there are not provisions for risks and expenses, nor contingencies related to the protection and improvement of the environment.

k) **Business combinations**

At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value, provided this can be measured reliably, subject to the following exceptions:

- Non-current assets classified as held-for-sale are measured at fair value less costs to sell.
- Deferred tax assets and liabilities are measured at the amount expected to be paid or recovered from the taxation authorities, using the tax rates expected to prevail upon their reversal, based on the existing or approved and pending publication regulations as of the date of acquisition. Deferred tax assets and liabilities are not discounted.
- Assets and liabilities associated with long-term employee benefits under defined benefit schemes are accounted for at the acquisition date as the present value of the defined benefit obligation less the fair value of the plan assets out of which the obligations are to be settled.
- Intangible assets, the value of which cannot be measured in relation to an active market and

would result in a recognition of income in the Profit and Loss Account have been deducted from the initially calculated negative goodwill.

- Assets received as compensation for contingencies and uncertainties are recognized and measured in a manner consistent with the item causing the relevant contingency or uncertainty.
- Reacquired rights recognized as an intangible asset are measured and amortized on the basis of their remaining term of the contract.
- Obligations classified as contingent liabilities are recognized as a liability at fair value, provided that the liability is a present obligation that arises from past events and the fair value can be measured reliably, even when it is not probable that an outflow of resources embodying economic benefits will result from settlement of the obligation.

At acquisition date, the excess of the cost of the business combination over the value of the identifiable assets acquired less the liabilities assumed is recognized as goodwill.

When the value of the identifiable assets acquired less liabilities assumed exceeds the cost of the business combination, the excess is accounted for as income in the Profit and Loss Account. Prior to recognizing the aforementioned income, the Company reassesses whether it has correctly identified and measured the identifiable assets acquired and the liabilities assumed, as well as the cost of the combination.

Subsequently, any liabilities and equity instruments issued as cost of the relevant business combination and any identifiable assets acquired and liabilities assumed will be accounted for in accordance with the relevant recognition and measurement standards applicable to the nature of the transaction or to the nature of the relevant asset or liability.

#### **l) Transactions with related parties**

As a general rule, items involved in a transaction between related parties are initially recognized at fair value. If applicable, if the price agreed upon in a transaction differs from its fair value, the difference must be recognised in accordance to the economic substance of the transaction. Subsequent measurement is performed in accordance with the applicable standards.

#### **m) Equity instruments-based payments**

The goods or services received in these operations are recorded as assets or as expenses depending upon their nature, at the moment they are obtained, and the corresponding increase in equity, if the transaction is paid off with equity instruments or the corresponding liability, if the transaction is paid off with the amount based on the value of the same.

The transactions with employees settled with equity instruments, both services rendered as well as the increase in equity to be recognized are assessed according to the fair value of the granted equity instruments, referring to the date of approval of the granting.

The Company maintained management compensation plans consisting of the delivery of Antevenio stock options, which will be settled in shares.



These plans were measured at their fair value at the initial time of grant using a generally accepted financial calculation method, which, among others, considers the option exercise price, volatility, exercise term, expected dividends and the risk-free interest rate.

Options are recognized as a personnel expense in the Profit and Loss Account as vested over the period defined as the minimum required time in the Company's employ for the exercise of the option, except for options granted in 2016 that were entirely recognized at the initial date, in accordance with principle of prudence, as a personnel expense and an offsetting entry is simultaneously recognized directly in equity without reassessing the initial measurement thereof. As the offsetting entry for this expense was an increase in equity ("Other equity instruments"), there is no effect on the net worth of Antevenio SA.

#### **n) Statement of Cash Flows**

In cash flows statements the following terms are used with the meanings specified:

Cash or cash equivalents: Cash comprises both cash at hand and demand deposits at banks. Cash equivalents are financial instruments that are convertible to cash and have a maturity of three months or less from the date of acquisition, provided that there is no significant risk of changes in value and that they form part of the Company's usual cash management policy.

Cash flows: inflows or outflows of cash or cash equivalents, the latter being short-term highly liquid investments subject to a low risk of changes in value.

Operating activities are the principal revenue-producing activities of the Company and other activities that are not investing or financing activities.

Investing activities are the acquisition, sale or disposal of non-current assets and other investments not included in cash and cash equivalents.

Financing activities are activities that result in changes in the size and composition of the equity and financial liabilities.

## **NOTE 5. PROPERTY, PLANT AND EQUIPMENT**

The breakdown of and changes in “Property, Plant and Equipment” is as follows:

	30/06/2020	Recognition	Derecognition	31/12/2020	Recognition	Derecognition	30/06/2021
<b>Cost:</b>							
Technical installations, machinery, tools, furniture and other items of PPE	392,725	7,233	(31,657)	368,301	7,570	-	375,871
	<b>392,725</b>	<b>7,233</b>	<b>(31,657)</b>	<b>368,301</b>	<b>7,570</b>	<b>-</b>	<b>375,871</b>
<b>Accumulated Depreciation:</b>							
Technical installations, machinery, tools, furniture and other items of PPE	(262,907)	(30,129)	13,874	(279,162)	(25,429)	-	(304,590)
	<b>(262,907)</b>	<b>(30,129)</b>	<b>13,874</b>	<b>(279,162)</b>	<b>(25,429)</b>	<b>-</b>	<b>(304,590)</b>
<b>Provision for impairment:</b>							
Technical installations, machinery, tools, furniture and other items of PPE	-	-	-	-	-	-	-
<b>Net property, plant and equipment</b>	<b>129,819</b>	<b>(22,896)</b>	<b>(17,783)</b>	<b>89,140</b>	<b>(17,858)</b>	<b>-</b>	<b>71,281</b>

## **Fully amortized intangible assets in use**

The breakdown by headings of fully depreciated assets in use is shown below, indicating their cost value:

	30/06/2020	31/12/2020	30/06/2021
Technical installations, machinery, tools, furniture and other items of PPE	83,911	127,544	240,647
<b>Total</b>	<b>83,911</b>	<b>127,544</b>	<b>240,647</b>

## **Additional disclosures**

At 30 June 2021 and 2020 and at 31 December 2020, the Company had no items of property, plant and equipment acquired from group companies or any items of property plant and equipment located outside Spain.

At 30 June 2021 and 2020 and at 31 December 2020, there were no firm purchase commitments for the acquisition of items of property, plant and equipment.

At 30 June 2021 and 2020 and at 31 December 2020, the assets of the Company were secured by an insurance policy. The Company's directors consider that this insurance policy sufficiently covers any risks associated to its property, plant and equipment.

## **NOTE 6. INTANGIBLE ASSETS**

The breakdown of and changes in "Intangible Assets" is as follows:

	30/06/2020	Recognition	Derecognition	31/12/2020	Recognition	30/06/2021
<b>Cost:</b>						
Computer software	103,386	-	-	103,386	18,743	122,129
	<b>103,386</b>	<b>-</b>	<b>-</b>	<b>103,386</b>	<b>18,743</b>	<b>122,129</b>
<b>Accumulated Depreciation:</b>						
Computer software	(86,932)	(1,552)	-	(88,484)	(2,594)	(91,078)
	<b>(86,932)</b>	<b>(1,552)</b>	<b>-</b>	<b>(88,484)</b>	<b>(2,594)</b>	<b>(91,078)</b>
<b>Provision for impairment:</b>						
Computer software	(9,315)	-	-	(9,315)	-	(9,315)
<b>Net Intangible Assets</b>	<b>7,138</b>	<b>(1,552)</b>	<b>-</b>	<b>5,587</b>	<b>16,150</b>	<b>21,736</b>
<b>Net</b>						

## **Fully amortized intangible assets in use**

The breakdown by headings of fully depreciated assets in use is shown below, indicating their cost value:

	30/06/2020	31/12/2020	30/06/2021
Computer software	91,047	91,047	91,047
<b>Total</b>	<b>91,047</b>	<b>91,047</b>	<b>91,047</b>

## **Additional disclosures**

At 30 June 2021 and 2020 and at 31 December 2020, the Company had no intangible assets acquired from Group companies or any intangible assets located outside Spain.

At 30 June 2021 and 2020 and at 31 December 2020, there were no firm purchase commitments for the acquisition of intangible assets.

## **NOTE 7. LEASES AND OTHER TRANSACTIONS OF SIMILAR NATURE**

### **7.1) Operating leases (Company as lessee)**

The charge to the income at 30 June 2021, at 31 December 2020 and at 30 June 2020 in respect of operating leases amounted to 64,415 Euros; 239,612 Euros, and 132,941 Euros, respectively.

In the second half of 2020, the company changed its address from Calle Marqués de Riscal 11 (Madrid) to Calle Apolonio Morales 13c (Madrid), where it currently carries out its activity.

There are no future minimum payments under non-cancellable lease agreements with a maturity of more than 5 years.

### **7.2) Finance lease**

The Company has contracted a finance lease for the computer hardware its uses to conduct its business. The Company's main finance lease contract is with a financial institution, and at 30 June 2021 and 2020 an outstanding amount of €19,594 and €33,353, respectively, is recorded under finance lease payables in current and non-current liabilities, maturing on 25 July 2023.

## **NOTE 8. FINANCIAL INSTRUMENTS**

The Company classifies financial instruments in the following categories or portfolios based on the Company's intention for them:

### **8.1) Financial Assets**

The breakdown of non-current financial assets at 30 June 2021, at 31 December 2020 and at 30 June 2020, except for equity investments in group companies, jointly controlled entities and associates that are shown in Note 9, is as follows:

	Loans, Derivatives and other			Total		
	30/06/2020	31/12/2020	30/06/2021	30/06/2020	31/12/2020	30/06/2021
Loans and receivables (Note 8.1.1)	2,178,570	2,148,579	1,591,094	2,178,570	2,148,579	1,591,094
<b>Total</b>	<b>2,178,570</b>	<b>2,148,579</b>	<b>1,591,094</b>	<b>2,178,570</b>	<b>2,148,579</b>	<b>1,591,094</b>

The breakdown of current financial assets at 30 June 2021, at 31 December 2020 and at 30 June 2020, is as follows:

	Loans, Derivatives and other			Total		
	30/06/2020	31/12/2020	30/06/2021	30/06/2020	31/12/2020	30/06/2021
Cash and cash equivalents (Note 8.1.a)	622,603	460,974	278,922	622,603	460,974	278,922
Loans and receivables (Note 8.1.1)	2,029,205	4,946,629	1,464,712	2,029,205	4,946,629	1,464,712
<b>Total</b>	<b>2,651,808</b>	<b>5,407,603</b>	<b>1,743,634</b>	<b>2,651,808</b>	<b>5,407,603</b>	<b>1,743,634</b>

#### a) Cash and cash equivalents

The break-down of “Cash and Cash Equivalents” is as follows:

	Balance at 30/06/2020	Balance at 31/12/20	Balance at 30/06/2021
Current accounts and treasury	622,603	460,974	278,922
<b>Total</b>	<b>622,603</b>	<b>460,974</b>	<b>278,922</b>

#### 8.1.1) Loans and receivables

The breakdown of this heading is as follows:

	Balance at 30/06/2020		Balance at 31/12/2020		Balance at 30/06/2021	
	Non-current	Current	Non-current	Current	Non-current	Current
<b>Trade receivables</b>						
Trade receivables, Group companies (Note 18)	-	1,902,360	-	2,999,438	-	1,096,881
Third-party receivables	-	44,484	-	333,722	-	38,371
Advances to personnel	-	2,881	-	1,084	-	1,707
	-	-	-	-	-	-
<b>Total trade receivables</b>	<b>-</b>	<b>1,949,725</b>	<b>-</b>	<b>3,334,244</b>	<b>-</b>	<b>1,136,959</b>
<b>Non-trade receivables</b>						
Loans and interest receivable, Group companies (Note 18)	2,141,094	79,480	2,141,094	1,612,384	1,591,094	265,376
Other group company financial assets	-	-	-	-	-	-
Loans to third parties	29,991	-	-	-	-	-
Guarantees and deposits	7,485	-	7,485	-	-	-
Other receivables from Public Entities	-	-	-	-	-	62,377
<b>Total non-trade receivables</b>	<b>2,178,570</b>	<b>79,480</b>	<b>2,148,579</b>	<b>1,612,384</b>	<b>1,591,094</b>	<b>327,753</b>
<b>Total</b>	<b>2,178,570</b>	<b>2,029,205</b>	<b>2,148,579</b>	<b>4,946,629</b>	<b>1,591,094</b>	<b>1,464,712</b>



Trade and other receivables include impairments caused by insolvency risks, as detailed below:

Impairment	Balance at 30/06/2020	Impairment loss	Impairment reversal / Application of the provision	Balance at 31/12/2020	Impairment loss	Impairment reversal / Application of the provision	Balance at 30/06/2021
Trade receivables	(27,865)	(15,345)	-	(43,210)	-	13,355	(29,855)
<b>Total</b>	<b>(27,865)</b>	<b>(15,345)</b>	<b>-</b>	<b>(43,210)</b>	<b>-</b>	<b>13,355</b>	<b>(29,855)</b>

### 8.1.2) Additional disclosures related to financial assets

#### a) Reclassifications

No financial instruments have been reclassified during the reporting period.

#### b) Classification by maturity

At each balance sheet date non-current financial assets have maturity at over five years.

Current financial assets include loans to Group companies the maturity of which is extended on an annual basis unless otherwise claimed by the Company.

#### c) Assets pledged as security

The Company has no assets or liabilities pledged as security.

### 8.2) Financial Liabilities

Long-term financial liabilities at 30 June 2021 relate to lease payments under finance leases maturing in the long term (see note 7), together with the financial liability arising from the business combination detailed in note 21, which would be classified as Payables and receivables.

The breakdown of current financial liabilities is as follows:

	Debts with financial institutions			Other			Total		
	30/06/2020	31/12/2020	30/06/2021	30/06/2020	31/12/2020	30/06/2021	30/06/2020	31/12/2020	30/06/2021
Debts and payables (Note 8.2.1)	495,875	74,730	3,230	3,056,352	5,894,604	4,273,418	3,552,227	5,969,334	4,276,648
<b>Total</b>	<b>495,875</b>	<b>74,730</b>	<b>3,230</b>	<b>3,056,352</b>	<b>5,894,604</b>	<b>4,273,418</b>	<b>3,552,227</b>	<b>5,969,334</b>	<b>4,276,648</b>

#### 8.2.1) Debts and Payables

The breakdown of “Debts and Payables” is as follows:

	30/06/2020	31/12/2020	30/06/2021
<b>Trade payables:</b>			
Suppliers	220,099	228,659	223,872
Trade payables, Group companies and associates (Note 18)	42,170	80,723	235,830
Other payables	144,054	512,112	731,937
<b>Total trade payables</b>	<b>406,322</b>	<b>821,493</b>	<b>1,191,639</b>
<b>Non-trade payables:</b>			
Debts with financial institutions	495,875	74,730	3,230
Finance lease payables	9,168	10,211	4,658
Other financial liabilities	4,166	172,553	186,541
<b>Loans and other payables</b>	<b>509,209</b>	<b>257,494</b>	<b>194,429</b>
Personnel (outstanding remunerations)	66,151	164,176	322,401
Advances from customers	9,317	246	-
<b>Total non-trade payables</b>	<b>75,468</b>	<b>164,423</b>	<b>322,401</b>
Current payables to Group companies and associates (Note 18)	2,561,228	4,788,424	2,568,179
<b>Total debt to the Group</b>	<b>2,561,228</b>	<b>4,788,424</b>	<b>2,568,179</b>
<b>Total Debts and payables</b>	<b>3,552,227</b>	<b>6,031,834</b>	<b>4,276,648</b>

## 8.2.2) Additional disclosures related to financial liabilities

### a) Classification by maturity

At 30 June 2021, the breakdown by maturity of non-current financial liabilities, with either fixed or determinable maturity, is as follows:

	2022	2023	2024	2025	2026 onwards	Total
<b>Non-current payables</b>						
Finance lease payables	5,545					
Debts with financial institutions	61,763	125,158	127,366	53,730		368,017
Other financial liabilities	1,396,181					
<b>Total</b>	<b>1,463,489</b>	<b>125,158</b>	<b>127,366</b>	<b>53,730</b>	<b>-</b>	<b>368,017</b>

At 31 December 2020, the breakdown by maturity of non-current financial liabilities, with either fixed or determinable maturity, is as follows:

	2022	2023	2024	2025	2026 onwards	Total
<b>Non-current payables</b>						
Debts with financial institutions	122,989	125,158	127,366	53,730		429,244
Finance lease payables	9,041	5,895				14,936
Other financial liabilities	1,396,181					1,396,181
<b>Total</b>	<b>1,528,211</b>	<b>131,053</b>	<b>127,366</b>	<b>53,730</b>	<b>-</b>	<b>1,840,360</b>

At 30 June 2020, the breakdown by maturity of non-current financial liabilities, with either fixed or determinable maturity, is as follows:

	2021	2022	2023	2024	2024 onwards	Total
<b>Non-current payables</b>						
Finance lease payables	9,041	9,041	6,103	-	-	24,185
Debts with financial institutions	70,756	122,989	125,158	127,366	53,730	500,000
Other financial liabilities	2,481,745	-	-	-	-	2,481,745
<b>Total</b>	<b>2,561,542</b>	<b>132,030</b>	<b>131,261</b>	<b>127,366</b>	<b>53,730</b>	<b>3,005,930</b>

## **NOTE 9. GROUP COMPANIES, JOINTLY CONTROLLED ENTITIES AND ASSOCIATES**

At 30 June 2021, the breakdown of the Company's interests in Group Companies, Jointly Controlled Entities and Associates was as follows:

	Direct Interest % Direct Interest %	% Direct Voting Rights	Investment value	Amount of impairment charge	Net carrying amount of interest
<b>Group Companies</b>					
React2Media, L.L.C. (1)	60	60	3,930,996	(3,930,996)	-
Antevenio S.R.L.	100	100	5,027,487	-	5,027,487
Mamvo Performance, S.L.	100	100	1,577,382	-	1,577,382
Marketing Manager Servicios de Marketing, S.L.	100	100	1,441,841	-	1,441,841
Antevenio Mexico SA de CV	100	100	1,908	-	1,908
Antevenio ESP, S.L.U.	100	100	27,437	-	27,437
Antevenio Francia, S.R.L.	100	100	2,000	-	2,000
Antevenio Publicité S.A.S.U.	100	100	3,191,312	(3,191,312)	-
Antevenio Rich & Reach, S.L.	100	100	3,000	-	3,000
Foreseen Media SL	100	100	125,420	-	125,420
B2MarketPlace Ecommerce Consulting Group SL	51	51	1,811,125	-	1,811,125
Rebold Marketing and Communication, S.L.U.	100	100	4,572,441	-	4,572,441
Rebold Panamá, S.L.U.	100	100	6,428	-	6,428
			<b>21,718,776</b>	<b>(7,122,308)</b>	<b>14,596,469</b>

(1) See Note 21 Business combinations.

There were changes in the value of investments in group companies in the first six months of fiscal year 2021, mainly relating to the following transactions:

- With a view to bolstering the equity of Marketing Manager Servicios de Marketing, S.L., the Company (sole shareholder) made a monetary contribution to the Company's equity of €1,241,909 on 1 June 2021 as "Contributions from shareholders or owners", increasing the value of the investment by this amount.
- With a view to bolstering the equity of Rebold Marketing and Communication, S.L.U., the Company (sole shareholder) opted to carry out a monetary contribution to the Company's equity of €4,572,441 on 1 May 2021 as "Contributions from shareholders or owners", thus increasing the value of the investment by this amount.

During the six-month period ended 30 June 2021, the Parent Company acquired the remaining 29.60% of Foreseen Media S.L., thereby holding 100% of the shares of Foreseen Media S.L. at 30 June 2021.

A new Panama City-based company, Rebold Panama, was created during the six months ended 30 June 2021 and with a 100% stake, with the intention of operating media research and analysis services for companies operating in Panama.

The interests held in Group companies, jointly controlled entities and associates at 31 December 2020 are detailed below:

	Direct Interest %	% Direct Voting Rights	Investment value	Amount of impairment charge	Net carrying amount of interest
<b>Group Companies</b>					
React2Media, L.L.C. (1)	60	60	3,930,996	(3,930,996)	-
Antevenio S.R.L.	100	100	5,027,487	-	5,027,487
Mamvo Performance, S.L.	100	100	1,577,382	-	1,577,382
Marketing Manager Servicios de Marketing, S.L.	100	100	199,932	-	199,932
Antevenio Mexico SA de CV	100	100	1,908	-	1,908
Antevenio ESP, S.L.U.	100	100	27,436	-	27,436
Antevenio Francia, S.R.L.	100	100	2,000	-	2,000
Antevenio Publicité S.A.S.U.	100	100	3,191,312	(3,191,312)	-
Antevenio Rich & Reach, S.L.	100	100	3,000	-	3,000
Foreseen Media SL	70	70	67,420	-	67,420
B2 Market Place Ecommerce Consulting Group SL	51	51	1,811,125	-	1,811,125
Rebold Marketing and Communication, S.L.U.	100	100	1	-	1
			<b>15,839,999</b>	<b>(7,122,308)</b>	<b>8,717,691</b>

(1) See Note 21 Business combinations.

At 30 June 2020, the breakdown of the Company's interests in Group Companies, Jointly Controlled Entities and Associates was as follows:

	Direct Interest %	% Direct Voting Rights	Investment value	Amount of impairment charge	Net carrying amount of interest
<b>Group Companies</b>					
React2Media, L.L.C. (1)	60	60	4,199,158	(3,786,117)	413,041
Antevenio S.R.L.	100	100	5,027,487	-	5,027,487
Mamvo Performance, S.L.	100	100	1,577,382	-	1,577,382
Marketing Manager Servicios de Marketing, S.L.	100	100	199,932	-	199,932
Antevenio Mexico SA de CV	100	100	1,908	-	1,908
Antevenio ESP, S.L.U.	100	100	27,437	-	27,437
Antevenio Francia, S.R.L.	100	100	2,000	-	2,000
Antevenio Publicité S.A.S.U.	100	100	3,191,312	(2,701,000)	490,312
Antevenio Rich & Reach, S.L.	100	100	3,000	-	3,000
Foreseen Media SL	70	70	67,420	-	67,420
B2MarketTPlace Ecommerce Consulting Group SL	51	51	2,275,546	-	2,275,546
			<b>16,572,582</b>	<b>(6,487,117)</b>	<b>10,085,465</b>

(1) See Note 21 Business combinations.

At the General Shareholders' Meeting held on 4 September 2020, the capital increase subscribed in full by its majority shareholder, ISP Digital, S.L.U., was approved, through the contribution of the shares of Rebold Marketing and Communication S.L.U. This company is in turn the head of a group of companies which will therefore be consolidated from that date within the consolidated Antevenio Group.

During fiscal year 2020, the impairment of the shareholdings in the companies React2Media, L.L.C. and Antevenio Publicité S.A.S.U. was recorded, and a loss of €5,387,191 was posted in the profit and loss account.

During the six months ended 30 June 2020, an impairment of €4,752,000 was recorded under the heading "Impairments and losses" in the accompanying income statement for the companies Antevenio Publicite S.A.S.U. (2,701,000 euros) and React2Media, L.L.C. (2,051,000).

The Company's directors believe the net carrying amount of interests in subsidiaries at 30 June 2021 is recoverable, taking into account the estimates of its share in the cash flows from ordinary activities expected to be generated by investee companies. The Company's management has based its cash flow projections to support the recoverable value of investments on the following assumptions:

- 5-year projections of cash flows, based on the business plans provided for by the Company's management.
- The growth rate of the cash flows used for the following years has been based on each company and each geographic market.
- The discount rate applied was approximately 10.60%.
- A perpetual growth rate of 2%.



The projections are prepared based on past experience as well as the best available estimates.

At the close of the half-year period ended 30 June 2021, no circumstances have arisen that may imply changes to the assumptions used and conclusions reached by the Group at year-end 2020.

Here below is a breakdown of the corporate purpose and registered address of the investees:

**Mamvo Performance, S.L. (Single-member)** Its objective is online advertising and direct marketing for the generation of useful contacts. Its registered address is C/ Apolonio Morales, 13c, Madrid.

**Marketing Manager Servicios de Marketing, S.L. (Single-member).** Its purpose is to provide counselling related to commercial communication companies. Its registered address is C/ Apolonio Morales, 13c, Madrid.

**Antevenio S.R.L. (Single-member),** its purpose is to provide online marketing and internet advertising services. Its registered address is at Viale Francesco Restelli 3/7 - 20124. Milan (Italy).

**Antevenio ESP, S.L. (Single-member),** formerly **Diálogo Media, S.L. (Single-member),** and **Antevenio Mobile, S.L.U.** Its objective is to provide advertising services and online advertising and e-commerce operations by electronic means. Its registered address is C/ Apolonio Morales, 13c, Madrid.

**Antevenio France, S.R.L. (Single-member)** Its corporate purpose consists in the provision of advertising and promotional services on the Internet; the study, dissemination and provision of services in the field of advertising and marketing on the Internet. Its registered address is at 62B rue des Peupliers, 92100 Boulogne-Billancourt, France.

**Antevenio México, S.A. de CV.** Its corporate purpose is to provide other Advertising services. The company has its registered offices in Mexico. Its registered address is C/ Zacateas 93 Colonia Roma Norte, Delegación Cuauhtemoc, postal code: 06700 - Ciudad de México.

**Antevenio Publicite SARL, formerly Clash Media SARL.** Its corporate purpose consists in the provision of advertising and promotional services on the Internet; the study, dissemination and provision of services in the field of advertising and marketing on the Internet. Its registered address is at 62B rue des Peupliers, 92100 Boulogne-Billancourt, France.

**Antevenio Rich & Reach S.L. (Single-member).** Its corporate purpose is the provision of Internet services, particularly in the field of online advertising; the provision of digital advertising and marketing services; the operation and sale of advertising spaces, the operation of social media and web environments. Its registered address is C/ Apolonio Morales, 13c, Madrid.

**React2Media, L.L.C.** Its corporate purpose is the provision of a comprehensive service of on-line advertising networks, offering a complete array of interactive marketing opportunities to media agencies, direct advertisers and editors. The company is domiciled at 35 W 36th St, New York, NY 10018, USA.

**Foreseen Media, S.L.** Its corporate purpose is the purchase, sale, exploitation, commercialisation and licensing of all kinds of rights related to eSports or sports played on computer equipment, including

the purchase and sale of advertising spaces, assets and players, teams and competitions ownership and sponsorship rights. The company is domiciled at C/ Apolonio Morales, 13c.

**Rebold Marketing and Communication, S.L.U.** Established in 1986. Provision of Internet access services. Creation, management and development of Internet portals. Provision of business and marketing consultancy services, online and offline, and establishing, applying for protection and otherwise safeguarding the Company's patents, trade marks, licences, concessions, domain names, operating systems and any other industrial or intellectual property rights. Its registered address is at Rambla Catalunya, 123, Entlo.08008 Barcelona.

At 30 June 2021, the breakdown of the equity, in Euros, of the investees was as follows:

	Share capital	Reserves	Grants	Fiscal Year profit/(loss) Payments	Translation differences	Profit/(loss) for the year	Capital and reserves
Mamvo Performance, S.L.	33,967	2,687,154	31,410	(34,364)	-	191,524	2,909,692
Marketing Manager Servicios de Marketing, S.L.	99,800	1,275,700	-	(1,002,317)	-	265,661	638,843
Antevenio Mexico	4,537	-	-	732,460	36,361	81,334	854,692
Antevenio S.R.L.	10,000	501,314	-	-	-	127,758	639,072
Antevenio ESP, S.L.U.	3,010	1,207,137	-	-	-	171,165	1,381,312
Antevenio Francia, S.R.L.	2,000	-	-	(798,951)	-	(1,765)	(798,716)
Antevenio Publicite, S.A.S.U.	101,913	26,203	-	(557,116)	-	(39,806)	(468,806)
Antevenio Rich & Reach, S.L.	3,000	151,702	-	(394,638)	-	(256,585)	(496,521)
React2Media SL	5,099	(66,529)	-	-	(444)	95,222	(666,652)
Foreseen Media sl	3,750	55,275	-	(193,011)	-	(100,672)	(234,657)
B2MarkeTPlace Ecommerce Consulting Group SL	81,671	64,557	(40,000)	-	-	45,874	152,102
Rebold Marketing and Communication, S.L.U.	2,841,783	1,478,061	66,904	(1,362,886)	-	(245,220)	2,778,642

At 31 December 2020, the breakdown of the equity, in Euros, of the investees was as follows:

	Share capital	Reserves	Grants	Fiscal Year profit/(loss) Payments	Translation differences	Profit/(loss) for the year	Capital and reserves
Mamvo Performance, S.L.	33,967	2,687,154	34,400	-	-	(52,006)	2,703,516
Marketing Manager Servicios de Marketing, S.L.	99,800	33,791	-	(957,798)	-	(54,033)	(878,240)
Antevenio Mexico	4,537	-	-	780,624	7,769	(68,605)	724,326
Antevenio S.R.L.	10,000	455,333	-	-	-	95,060	560,393
Antevenio ESP, S.L.U.	3,010	1,194,264	-	(121,499)	-	176,580	1,252,355
Antevenio Francia, S.R.L.	2,000	-	-	(777,435)	-	(21,517)	(796,952)
Antevenio Publicite, S.A.S.U.	101,913	26,203	-	(20,797)	-	(539,959)	(432,641)
Antevenio Rich & Reach, S.L.	3,000	151,702	-	(470,553)	-	101,980	(213,871)
React2Media SL	5,099	(71,415)	-	-	14,587	(695,114)	(746,843)
Foreseen Media sl	3,750	55,275	-	(165,520)	-	(32,909)	(139,404)
B2MarkeTPlace Ecommerce Consulting Group SL	81,671	(3,940)	-	(98,427)	-	189,755	169,060
Rebold Marketing and Communication, S.L.U.	2,841,783	(2,862,479)	107,061	(113,272)	-	(1,815,226)	(1,842,132)

At 30 June 2020, the breakdown of the equity, in Euros, of the investees was as follows:

	Share capital	Reserves	Grants	Fiscal Year profit/(loss) Payments	Translation differences	Profit/(loss) for the year	Capital and reserves
Mamvo Performance, S.L.	33,967	2,687,154	57,120	-	-	47,710	2,825,951
Marketing Manager Servicios de Marketing, S.L.	99,800	33,791	-	(957,798)	-	(38,919)	(863,126)
Antevenio Mexico	4,537	-	-	780,624	(11,101)	(248,695)	525,365
Antevenio S.R.L.	10,000	1,305,333	-	-	-	110,341	1,425,675
Antevenio ESP, S.L.U.	3,010	1,194,264	-	(121,499)	-	(43,070)	1,032,706
Antevenio Francia, S.R.L.	2,000	-	-	(777,435)	-	(1,611)	(777,045)
Antevenio Publicite, S.A.S.U.	101,913	446,287	-	(420,951)	-	(175,785)	(48,537)
Antevenio Rich & Reach, S.L.	3,000	151,702	-	(470,553)	-	25,347	(290,503)
React2Media SL	5,099	-	-	-	-	(566,671)	(561,572)
Foreseen Media sl	3,750	55,275	-	(165,520)	-	(42,475)	(148,970)
B2MarkeTPlace Ecommerce Consulting Group SL	81,671	(3,940)	150,000	(98,427)	-	(23,063)	106,241

## **NOTE 10. INFORMATION ON THE NATURE AND LEVEL OF RISK FROM FINANCIAL INSTRUMENTS**

The Company's activities are exposed to different financial risks, particularly to credit and market risk.

### **10.1.1) Credit Risk**

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

The Company's credit risk is primarily attributable to its trade receivables and to the recoverability of its loans to Group companies. The Balance Sheet includes the amounts, net of provisions for insolvencies, estimated by the Company's management based on prior years' experience and on its assessment of the current economic scenario.

### **10.1.2) Exposure to liquidity risk**

The Company applies a liquidity policy consisting in keeping the balances in available accounts, in order to ensure any payments arising from the normal course of its business.

### **10.1.3) Exchange rate risk**

The Company is not exposed to significant exchange rate risk, so it carries out no transactions with financial hedging instruments.

### **10.1.4) Regulatory Risks**

In ordinary course of its business, Antevenio Group performs a number of personal data processing both as Data Processor and as Data Comptroller.

Antevenio Group is deeply aware of the importance of the regulations governing personal data, electronic communications, privacy and commercial communications, and uses all available means to

achieve a scenario of utmost compliance therewith.

The legal framework governing the company's business and its operations is formed by the following regulations:

1. Regulation (EU) 2017/679 of the European Parliament and of the Council of 27 April 2017 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation).
2. Organic Law 3/2018, of 5 December, on Personal Data Protection and safeguard of digital rights.
3. Law 34/2002, of 11 July, on Information Society Services and Electronic Commerce.
4. Proposal, dated 10 January 2021, for a Regulation of the European Parliament and of the Council concerning the respect for private life and the protection of personal data in electronic communications and repealing Directive 2002/58/EC (Regulation on Privacy and Electronic Communications), 10 February 2021.
5. Guides, guidelines and other relevant materials published by the Spanish Data Protection Agency, CNIL, GARANTE Privacy, the European Data Protection Committee, and the European Data Protection Supervisor.

The Antevenio Group is in a continuous process of reviewing the applicable regulations through a privacy management system (PMS) and the permanent monitoring thereof by the Legal and Privacy team.

Aware of the increasing regulations on the digital marketing business, the Antevenio group thus maintains a relationship with the provider Deloyers to promote regulatory compliance and collaborate in the event of an incident.

## **NOTE 11. EQUITY**

### **11.1) Equity Capital**

On 22 February 2017, the company ISP contributed 3,495,853 shares of Antevenio S.A. to ISP Digital S.L.U., thus making the company the majority shareholder.

The company Inversiones y Servicios Publicitarios, S.a. (ISP) holder at 31 December 2015 of a 18.68% interest in Antevenio S.A. share capital, represented by 785,905 nominal value shares of 0.055 euros each, purchased, on 3 August 2016, the shares from the Company's founder and CEO, Joshua David Novick, who at that time owned a 11.89% interest in the Company's share capital, represented by 500,271 nominal value shares of 0.055 euros each, at a price of 6 euros per share.

Subsequent to the above mentioned shareholding change, ISP launched a Voluntary Public Offer Bid on the remaining Company's shareholders that was accepted by 1,360,806 shares, representing 32.34% of Antevenio S.A. share capital, at a purchase price of 6 Euros each. The company Aliada

Investment B.V. subsequently transferred its shares in the Company to ISP; accordingly, ISP currently controls 83.09% of the share capital of Antevenio SA.

At 31 December 2019, the social capital of the Parent Company is comprised by 4,207,495 securities at 0.055 Euros each, fully subscribed and paid. These shares have equal voting and dividend rights.

On 4 September 2020, the share capital of Antevenio S.A. was increased via non-monetary contributions of €587,607 consisting of all shares constituting the share capital of Rebold Marketing and Communication, S.L.U., to be carried out by the holder ISP Digital, S.L.U., through the issue and circulation of 10,683,767 new shares, represented by book entries with a par value of 0.055 euros, which are created with an issue premium of 1.2902184 euros per share, for a total premium amount of €13,784,393.

The total disbursement therefore amounts to €14,372,000.

As at 30 June 2020, the share capital is represented by 4,207,495 shares with a nominal value of 0.055 euros each, fully subscribed and paid up. These shares have equal voting and dividend rights.

The capital as at 31 June 2021 and 31 December 2020 comprises 14,891,262 shares, each with a nominal value of €0.055.

At 30 June 2021, direct and indirect shareholders of the Company were:

	No. of Shares	Holding %
ISP Digital, S.L.U.	14,407,750	96.75%
Free Float	483,512	3.25%
<b>Total</b>	<b>14,891,262</b>	<b>100%</b>

The direct and indirect shareholders of the Company at 31 December 2020:

	No. of Shares	Holding %
ISP Digital, S.L.U.	14,179,460	95.22%
Free Float	711,802	4.78%
<b>Total</b>	<b>14,891,262</b>	<b>100%</b>

And at 31 June 2020:

	No. of Shares	Holding %
ISP Digital, S.L.U.	3,723,983	88.51%
Other <5%	109,907	2.61%
Nextstage To	373,605	8.88%
<b>Total</b>	<b>4,207,495</b>	<b>100%</b>



## 11.2) Reserves

The breakdown of “Reserves” at 30 June 2021, at 31 December 2020 and at 30 June 2020 is as follows:

Reserves	30/06/2020	31/12/2020	30/06/2021
Legal reserve	46,282	46,282	46,282
Voluntary reserves	5,054,562	12,656,663	12,656,663
Share premium	8,189,787	-	-
<b>Total</b>	<b>13,290,631</b>	<b>12,702,945</b>	<b>12,702,945</b>

### a) Legal reserve

The legal reserve has restrictions of use, which is subject to several legal provisions. Under the Spanish Law on Corporations Act, 10% of any profit made each year must be transferred to the legal reserve. These provisions must be made until the legal reserve reaches 20% of the share capital. The legal reserve may only be used to offset losses; for capital increases, in the 10% portion exceeding the increased capital; and, for distribution to shareholders upon liquidation. As at 30 June 2021 and 31 December 2020, the Legal Reserve is not fully allocated.

As of 30 June 2020, the legal reserve was fully allocated.

### b) Dividends

Royal Decree-Law 18/2020 of 12 May, on social measures in defence of employment, includes a limitation on the distribution of dividends of companies that apply a Temporary Layoff Plan (ERTE). Article 5.2 states that trading companies or other legal entities that avail themselves of the temporary redundancy plans regulated in Article 1 of the Royal Decree-Law and use the public resources allocated to them may not distribute dividends corresponding to the fiscal year in which these temporary redundancy plans are applied, unless they previously pay the amount corresponding to the exemption applied to social security contributions.

In addition, the Resolution of 6 May 2020, published in the Official State Gazette of 9 May 2020, of the Secretary of State for the Economy and Business Support, which publishes the Agreement of the Council of Ministers of 5 May 2020, establishing the terms and conditions of the third tranche of the line of guarantees for loans granted to companies and freelancers, promissory notes included in the Alternative Fixed Income Market (MARF) and guarantees granted by the Compañía Española de Reafianzamiento, SME, Sociedad Anónima (CERSA), and limits are authorised to acquire expenditure commitments charged to future fiscal years in application of the provisions of article 47 of the General Budgetary Law 47/2003 of 26 November, which establishes that "the financing obtained must be used to meet the liquidity needs derived, among others, from the management of invoices, payment of payrolls and suppliers, the need for working capital and maturities of financial or tax obligations. Therefore, by way of example, State-guaranteed financing may under no circumstances be used for the payment of dividends or interim dividends".

In fiscal year 2020, the Company availed itself of some relief as a result of the COVID-19 pandemic: ERTes where social security contributions have not been waived but ICO loans have been applied for.

**c) Share Premium**

This reserve originated from the capital increase in 2007. Share premium is subject to the same restrictions and may be used for the same purposes as the voluntary reserves, including conversion into share capital.

At the meeting of the Board of Directors of Antevenio, S.A. on 27 November 2020, a decision was taken to convert the entire share premium, which amounted to €21,974,180 following the capital increase described above, into voluntary reserves.

**NOTE 12. FOREIGN CURRENCY**

At 30 June 2021, at 31 December 2020 and at 30 June 2020, the amount of exchange differences recognized in profit or loss is as follows:

Translation differences	30/06/2020	31/12/2020	30/06/2021
<b>Translation gains:</b>			
Realized during the period	0	956	133
<b>Translation losses:</b>			
Realized during the period	158	(945)	(1,962)
<b>Total</b>	<b>158</b>	<b>11</b>	<b>(1,829)</b>

Assets and liabilities denominated in foreign currency relate to debit balances, credit balances and treasury, all of which are part of current assets and liabilities.

Transactions in foreign currency executed in the six-month periods ending 30 June 2021 and 2020 and in 2020 are immaterial for the Financial Statements.

## **NOTE 13. TAXATION**

The breakdown of the balances with Public Entities is as follows:

	30/06/2020		31/12/2020		30/06/2021	
	Receivable	Payable	Receivable	Payable	Receivable	Payable
<b>Current:</b>						
Value Added Tax	-	(63,766)	-	(107,168)	62,224	
Deferred tax liabilities (*)						
Deferred tax assets (*)	-	-	312,191	-	433,324	-
Withholdings and payments on account of Income Tax	262,418	-	-	-	153	-
Taxation Authorities, recoverable taxes	-	-	-	-	-	-
Taxation Authorities, taxes payable	-	(5,973)	-	(5,973)	-	(5,973)
Withholdings for Personal Income Tax	-	(80,194)	-	(45,643)	-	(88,992)
Current tax liabilities	-	(28,404)	-	(28,404)	-	(28,404)
Social Security	-	(14,832)	-	(15,756)	-	(67,851)
	<b>262,418</b>	<b>(193,169)</b>	<b>312,191</b>	<b>(202,943)</b>	<b>495,701</b>	<b>(191,220)</b>

(\*) Classified in the Balance Sheet under non-current assets.

### **Taxation**

The Company has open to review for all taxes applicable the last four reporting periods.

Under current legislation, tax settlements cannot be regarded as definitive until the returns have been inspected by the tax authorities or the statute of limitations period of four years has elapsed. Accordingly, as a result of eventual tax inspections new tax liabilities may arise in addition to the ones recognized by the Company. Nevertheless, the Company's directors believe that these tax liabilities, should they materialize, would not be material compared with the Company's own funds and annual profits.

### **Income Tax**

The reconciliation of net income and expenses for the period with the taxable income/(tax loss) is as follows:

	31/12/2020			30/06/2021		
	Profit and Loss Account			Profit and Loss Account		
Profit/(loss) for the year (after taxes)	(5,172,390)			(1,403,499)		
	Increases	Decreases	Net effect	Increases	Decreases	Net effect
Income Tax		(139,549)	(139,549)	-	-	-
Permanent differences	5,588,712	(1,084,265)	4,504,448	-	-	-
Temporary differences	239,090	(40,000)	199,090	-	-	-
Application of tax loss carryforwards			-	-	-	-
Tax base (Taxable income)			(608,402)	-	-	(1,403,499)
Gross tax payable			(152,101)			-
Tax credits for R&D&I			-	-	-	-
Net tax payable			(152,101)	-	-	-
Withholdings and payments on account			-	-	-	-
Accounts with tax group companies				-	-	-
Tax payable / (recoverable) (1)			(152,101)	-	-	-

(1) Since 2017, the Company has filed consolidated income tax returns with the ISP Group.

Since the Company has been taxed under the consolidated tax regime with the ISP Group since 2017, the amount of the tax payable or refundable has been included as a receivable or payable with the Group in the short term.

The breakdown of deferred tax assets recognised by the Company is as follows:

	30/06/2020	31/12/2020	30/06/2021
Temporary differences	10,000	59,772	87,192
Tax credits	252,418	252,418	346,132
Total deferred tax assets	262,418	312,191	433,324

The aforementioned deferred tax assets have been recognized in the balance sheet because the Company's Directors consider that, based on their best estimate of the Company's future earnings, including certain tax planning measures, it is likely that said assets will be recovered.

### **Tax Loss Carryforwards**

Credits on taxable income were recorded, since they comply with the requirements established by the pertinent legislation currently in force to do so, and there are no doubts about the Company's ability to generate future tax income to enable the recovery thereof. The breakdown of negative taxable income pending offsetting in future fiscal years (tax loss carryforwards) corresponding to that credit is as follows:

Year of origination	Limit year for offset	Euros	Activated
2013	No limit	248	YES
2015	No limit	6,517	YES
2018	No limit	392,571	YES
2019	No limit	609,041	YES
2020	No limit	374,855	YES
		<b>1,008,377</b>	

## **NOTE 14. REVENUE AND EXPENSES**

### **a) Employee benefit expense**

The breakdown of this heading in the accompanying Profit and Loss Account is as follows:

	30/06/2020	31/12/2020	30/06/2021
Wages and salaries	(378,016)	(825,413)	(729,543)
Social security payable by the company	(81,543)	(154,550)	(135,736)
Employee benefits expense	(10,627)	(11,509)	(5,311)
<b>Employee benefit expense</b>	<b>(470,186)</b>	<b>(991,471)</b>	<b>(870,590)</b>

### **b) Net Finance Income / (Expense)**

The breakdown of this heading in the accompanying Profit and Loss Account is as follows:

	30/06/2020	31/12/2020	30/06/2021
<b>Income:</b>			
Dividends	-	850,000	-
Income from loans to Group companies	14,471	19,826	13,537
Other finance income	-	226,267	5,558
<b>Total finance income</b>	<b>14,471</b>	<b>1,096,093</b>	<b>19,096</b>
<b>Expense:</b>			
Debts with Group companies and associates	(30,256)	(47,528)	(28,491)
Other Finance Expense	(905)	(59,250)	(25,107)
<b>Total finance expense</b>	<b>(31,161)</b>	<b>(106,778)</b>	<b>(53,598)</b>



### c) **Revenue**

The distribution of the net turnover from the ordinary activities of the Company, by categories of activities, is as follows:

Description of the activity	30/06/2020		31/12/2020		30/06/2021	
	Euro	%	Euro	%	Euro	%
Marketing and online advertising	0	0%	-	0%	-	0%
Provision of services (Fees)	1,089,551	100%	2,174,020	100%	135,925	100%
<b>Total</b>	<b>1,089,551</b>	<b>100%</b>	<b>2,174,020</b>	<b>100%</b>	<b>135,925</b>	<b>100%</b>

Geographic segmentation	30/06/2020		31/12/2020		30/06/2021	
	Euros	%	Euro	%	Euro	%
Domestic	813,229	75%	1,731,403	80%	95,613	70%
Europe	51,701	5%	118,693	5%	37,198	27%
International (excl. Europe)	224,620	21%	323,924	15%	3,144	3%
<b>Total</b>	<b>1,089,550</b>	<b>100%</b>	<b>2,174,020</b>	<b>100%</b>	<b>135,925</b>	<b>100</b>

### **NOTE 15. ENVIRONMENTAL INFORMATION**

The Company has no significant assets nor has it incurred in expenses intended to minimize environmental impact or to protect and improve the environment. Furthermore, there are not provisions for risks and expenses, nor contingencies related to the protection and improvement of the environment.

### **NOTE 16. GUARANTEES AND SECURITIES**

At 30 June 2021, at 31 December 2020 and at 30 June 2020, the Company had provided the following guarantees to banks and government agencies:

Guarantees	30/06/2021	31/12/2020	30/06/2020
Lessor of Head Office	-	44,769	31,870
Trade receivables	10,525.91	-	-
<b>Total</b>	<b>10,525.91</b>	<b>44,769</b>	<b>31,870</b>

## **NOTE 17. EVENTS AFTER THE INTERIM BALANCE SHEET DATE**

Subsequent to the close of the 6-month period ended 30 June 2021, the following significant events have taken place:

Antevenio SA acquired the US technology company Happyfication on 15 September 2021. The New York-based company helps marketers by using data intelligence and cognitive marketing to better understand their customers' decision-making in today's market environment. Happyfication does so by linking the on and off channels so as to facilitate operational transparency through a single platform for connection, activation and measurements.

The Happyfication acquisition will also enable the group to offer brands new ways to plan and execute online and offline experiences to connect with customers.

This purchase will enable the group's companies to strengthen their ability to analyse, locate omnichannel audiences and gain insights into their behaviour. By integrating its solutions for the marketing sector, Happyfication can offer differential benefits such as:

- Media planning and execution designed for a future without third-party cookies.
- Advanced audience targeting that goes beyond device data to include search and contextual data.
- Interactive reporting enabling users to dive deeper into weekly reporting of campaign effectiveness and attribution models.

On 4 July 2021, Antevenio SA acquired 10% of the share capital of the company B2MarketPlace, S.L. at a price of €153,224, thus obtaining 61% of the company's shares.

## **NOTE 18. TRANSACTIONS WITH GROUP COMPANIES AND RELATED PARTIES**

### **18.1) Balances with group companies**

At 30 June 2021 the breakdown of balances with Group companies was as follows:

BALANCES WITH RELATED PARTIES	Mamvo Performance, S.L.U.	Marketing Manager S.L.U.	Código Barras Network S.L.U.	Antevenio ESP S.L.U.	Antevenio Francia S.R.L.U.	Antevenio México	Antevenio Argentina S.R.L.	Antevenio Italia S.R.L.U.	Antevenio Publicité S.A.S.U.	B2MarketPlace	Foreseen	React2Media	Rebold	DGLNT SA DE CV	Antevenio, Rich & Reach, S.L.U.	Total
<b>A) NON-CURRENT ASSETS</b>	100,000	-	3,000	-	262,000	-	-	-	-	-	64,499	361,595	-	350,000	450,000	1,591,094
1. Non-current investments in Group companies	100,000	-	3,000	-	262,000	-	-	-	-	-	64,499	361,595	-	350,000	450,000	1,591,094
a) Loans to companies (1)	100,000	-	3,000	-	262,000	-	-	-	-	-	64,499	361,595	-	350,000	450,000	1,591,094
<b>Total Non Current</b>	100,000	-	3,000	-	262,000	-	-	-	-	-	64,499	361,595	-	350,000	450,000	1,591,094
<b>B) CURRENT ASSETS</b>	17,655	71,867	11,267	6,454	169,723	251,885	320,142	182,964	47,496	11,180	17,536	84,112	457	5,891	42,178	1,241,257
1. Trade and other receivables	-	71,867	7,173	6,454	169,723	251,885	320,142	2,964	47,946	11,180	16,845	69,246	457	-	-	975,882
a) Current trade receivables	-	71,867	7,173	6,454	169,723	251,885	320,142	2,964	47,946	11,180	16,845	69,246	457	-	-	975,882
b) Trade receivables, Group companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2. Current investments in group companies	17,655	-	4,094	-	-	-	-	180,000	-	-	691	14,866	-	5,891	42,178	265,375
Investments in group companies	17,655	-	4,094	-	-	-	-	180,000	-	-	691	14,866	-	5,891	42,178	265,375

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<b>C) NON-CURRENT LIABILITIES</b>	<b>(724,095)</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	<b>(724,095)</b>
1.Long-term debt with group and associated companies	(724,095)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(724,095)
<b>D) CURRENT LIABILITIES</b>	<b>(643,027)</b>	<b>(187,937)</b>	<b>337,422</b>	<b>(1,390,629)</b>	<b>57,313</b>	-	-	-	<b>21,043</b>	<b>(78,643)</b>	<b>(2,243)</b>	-	<b>(69,320)</b>	-	<b>(352,261)</b>	<b>(2,308,283)</b>
1.Current payables to Group companies and associates	(641,248)	(185,621)	339,756	(1,388,824)	57,313	-	-	-	21,043	(77,595)	(247)	-	-	-	(350,473)	(2,225,894)
2. Trade and other payables	(1,780)	(2,316)	(2,334)	(1,806)	-	-	-	-	-	(1,049)	(1,996)	-	(69,320)	-	(1,788)	(82,388)
a) Suppliers, current	(1,780)	(2,316)	(2,334)	(1,806)	-	-	-	-	-	(1,049)	(1,996)	-	(69,320)	-	(1,788)	(82,388)
<b>Total Current</b>	<b>(625,372)</b>	<b>(116,070)</b>	<b>348,689</b>	<b>(1,384,175)</b>	<b>227,036</b>	<b>251,885</b>	<b>320,142</b>	<b>182,964</b>	<b>68,989</b>	<b>(67,463)</b>	<b>15,293</b>	<b>84,112</b>	<b>(68,863)</b>	<b>5,891</b>	<b>(310,083)</b>	<b>(1,067,026)</b>

At 31 December 2020 the breakdown of balances with Group companies was as follows:

BALANCES BETWEEN GROUP COMPANIES	Mamvo Performance, S.L.U.	Marketing Manager S.L.U.	Código de Barras Network, S.L.U.	Antevenio ESP, S.L.U.	Antevenio Francia S.R.L.U	Antevenio México	Antevenio Argentina, S.R.L.	Antevenio Italia, S.R.L.U.	Antevenio Publicité S.A.S.U.	React2Media L.L.C.	Antevenio, Rich & Reach, S.L.U.	B2Market Place Ecommerce Consulting Group, S.L.	Foreseen Media SL	DGLNT SA de CV	Rebold Marketing and Communication, S.L.U.	TOTAL
<b>A) NON-CURRENT ASSETS</b>	<b>100,000</b>	<b>500,000</b>	<b>3,000</b>	<b>-</b>	<b>262,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>361,595</b>	<b>450,000</b>	<b>50,000</b>	<b>64,499</b>	<b>350,000</b>	<b>-</b>	<b>2,141,094</b>
<b>1. Investments Group companies:</b>	<b>100,000</b>	<b>500,000</b>	<b>3,000</b>	<b>-</b>	<b>262,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>361,595</b>	<b>450,000</b>	<b>50,000</b>	<b>64,499</b>	<b>350,000</b>	<b>-</b>	<b>2,141,094</b>
a) Loans to companies	100,000	500,000	3,000	-	262,000	-	-	-	-	361,595	450,000	50,000	64,499	350,000	-	2,141,094
<b>B) CURRENT ASSETS</b>	<b>605,209</b>	<b>584,885</b>	<b>124,523</b>	<b>597,391</b>	<b>221,036</b>	<b>248,771</b>	<b>320,142</b>	<b>900,316</b>	<b>35,848</b>	<b>81,922</b>	<b>659,300</b>	<b>3,683</b>	<b>104,229</b>	<b>3,566</b>	<b>-</b>	<b>4,490,823</b>
<b>1. Trade and other accounts receivables</b>	<b>544,138</b>	<b>564,698</b>	<b>122,731</b>	<b>597,391</b>	<b>169,723</b>	<b>248,771</b>	<b>320,142</b>	<b>50,316</b>	<b>14,795</b>	<b>69,246</b>	<b>129,691</b>	<b>577</b>	<b>46,220</b>	<b>-</b>	<b>-</b>	<b>2,878,438</b>
a) Customers for sales and services	544,138	564,698	122,731	597,391	169,723	248,771	320,142	50,316	14,795	69,246	129,691	577	46,220	-	-	2,878,438
<b>2. Investments in group companies</b>	<b>61,072</b>	<b>20,187</b>	<b>1,793</b>	<b>-</b>	<b>51,313</b>	<b>-</b>	<b>-</b>	<b>850,000</b>	<b>21,053</b>	<b>12,675</b>	<b>529,610</b>	<b>3,106</b>	<b>58,009</b>	<b>3,566</b>	<b>-</b>	<b>1,612,385</b>
a) Accounts receivable	61,072	20,187	1,793	-	51,313	-	-	850,000	21,053	12,675	529,610	3,106	58,009	3,566	-	1,612,385
<b>C) NON-CURRENT LIABILITIES</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(250,000)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(250,000)</b>
<b>1. Debts with Group companies</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(250,000)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(250,000)</b>
<b>D) CURRENT LIABILITIES</b>	<b>(1,219,558)</b>	<b>(1,776,463)</b>	<b>(589,725)</b>	<b>(925,489)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(4,037)</b>	<b>-</b>	<b>-</b>	<b>(12,042)</b>	<b>-</b>	<b>(19)</b>	<b>-</b>	<b>(74,701)</b>	<b>(4,602,034)</b>
<b>1. Debts with Group companies</b>	<b>(1,219,558)</b>	<b>(1,776,463)</b>	<b>(589,725)</b>	<b>(925,489)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(12,042)</b>	<b>-</b>	<b>(19)</b>	<b>-</b>	<b>-</b>	<b>(4,523,296)</b>
<b>2. Trade and other accounts payable</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(4,037)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(74,701)</b>	<b>(78,738)</b>
<b>TOTAL CURRENT</b>	<b>(514,348)</b>	<b>(691,577)</b>	<b>(462,202)</b>	<b>(328,098)</b>	<b>483,036</b>	<b>248,771</b>	<b>320,142</b>	<b>646,279</b>	<b>35,848</b>	<b>443,517</b>	<b>1,097,259</b>	<b>53,683</b>	<b>168,709</b>	<b>353,566</b>	<b>(74,701)</b>	<b>1,779,883</b>

At 30 June 2020 the breakdown of balances with Group companies was as follows:

BALANCES WITH RELATED PARTIES	Mamvo Performance, S.L.U.	Marketing Manager S.L.U	Código Barras Network S.L.U.	Antevenio ESP S.L.U	Antevenio Francia S.R.L.U	Antevenio México	Antevenio Argentina S.R.L	Antevenio Italia S.R.L.U.	Antevenio Publicité S.A.S.U.	B2MarketPlace	Foreseen	React2Media	Antevenio, Rich & Reach, S.L.U.	Total
<b>A) NON-CURRENT ASSETS</b>	100,000	500,000	3,000	-	262,000	-	-	-	-	50,000	64,499	361,595	450,000	1,791,094
<b>1. Non-current investments in Group companies</b>	100,000	500,000	3,000	-	262,000	-	-	-	-	50,000	64,499	361,595	450,000	1,791,094
a) Loans to companies (1)	100,000	500,000	3,000	-	262,000	-	-	-	-	50,000	64,499	361,595	450,000	1,791,094
<b>Total Non Current</b>	100,000	500,000	3,000	-	262,000	-	-	-	-	50,000	64,499	361,595	450,000	1,791,094
<b>B) CURRENT ASSETS</b>	307,287	263,895	64,144	307,000	169,723	172,774	320,142	51,701	1,350	16,315	34,334	56,222	94,855	1,859,742
<b>1. Trade and other receivables</b>	291,032	252,532	63,664	307,000	169,723	172,774	320,142	51,701	1,350	15,972	33,865	45,940	55,666	1,781,361
a) Current trade receivables	291,032	252,532	63,664	307,000	169,723	172,774	320,142	51,701	1,350	15,972	33,865	45,940	55,666	1,781,361
b) Trade receivables, Group companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-



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BALANCES WITH RELATED PARTIES	Mamvo Performance S,L,U	Marketing Manager S,L,U	Código de Barras Network S,L,U,	Antevenio ESP S,L,U	Antevenio Francia S,R,L,U	Antevenio México	Antevenio Argentina SR,L	Antevenio Italia S,R,L,U,	Antevenio Publicite S,A,S,U,	B2MarketPlace	Foreseen	React2Media	Antevenio Rich & Reach S,L,U,	Total	
2. Current investments in group companies	16,254	11,364	480	-	-	-	-	-	-	-	343	469	10,283	39,189	78,381
Investments in group companies	16,254	11,364	480	-	-	-	-	-	-	-	343	469	10,283	39,189	78,381
C) NON-CURRENT LIABILITIES	-	-	-	-	-	-	-	(250,000)	-	-	-	-	-	-	(250,000)
1.Long-term debt with group and associated companies	-	-	-	-	-	-	-	(250,000)	-	-	-	-	-	-	(250,000)
D) CURRENT LIABILITIES	(340,201)	(562,002)	27,527	(275,320)	51,314	-	-	(1,871)	(14,996)	2,393	62,209	-	(1,180,972)	(2,231,919)	
1.Current payables to Group companies and associates	(340,201)	(562,002)	27,527	(275,320)	51,314	-	-	-	21,053	2,393	62,209	-	(1,180,972)	(2,193,999)	
2. Trade and other payables	-	-	-	-	-	-	-	(1,871)	(36,048)	-	-	-	-	(37,920)	
a) Suppliers, current	-			-				(1,871)	(36,049)					(37,920)	
b) Other payables	-													-	
Total Current	(32,915)	(298,107)	91,671	31,680	221,037	172,774	320,142	49,830	(13,646)	18,709	96,543	56,222	(1,086,117)	(372,177)	

## 18.2) Transactions among Group companies

The amount, in Euros, of transactions performed during the six first months of 2021 and presented in the accompanying Interim Profit and Loss Account is as follows:

Transactions Performed	Services received	Sales and services rendered	Interests Paid	Interests Charged
Mamvo Performance, S.L.U.	(1,471)	-	696	(4,980)
Marketing Manager	(1,914)	59,394	2,925	(1,144)
Código barras Networks	(1,929)	5,928	2,301	-
Antevenio ESP, S.L.U.	(1,492)	5,334	-	(9,168)
Antevenio S.R.L. (Italy)	-	2,964	-	(276)
Antevenio México	-	3,114	-	-
Antevenio Publicité	-	34,233	-	-
React2Media	-	-	2,191	-
Antevenio Rich & Reach	(1,477)	-	2,989	(2,239)
B2Market Place	(867)	17,380	110	-
Rebold	5,860	378	-	-
Dglnt SA de CV	-	-	2,325	-
Foreseen	(1,650)	7,200	-	(2)
	<b>(4,941)</b>	<b>135,925</b>	<b>13,537</b>	<b>(17,809)</b>

The amount, in Euros, of transactions among Group companies during 2020 and presented in the accompanying Interim Profit and Loss Account is as follows:

Transactions Performed	Services received	Sales and services rendered	Interests Paid	Interests Charged	Dividends paid
Mamvo Performance, S.L.U.		402,538	1,453	(9,179)	
Marketing Manager		468,916	7,268	(12,638)	
Código barras Networks	(4,500)	107,813	1,793	(5,732)	
Antevenio ESP, S.L.U.	(25,453)	532,265		(2,989)	
Antevenio Argentina					
Antevenio S.R.L. (Italy)		105,248		(3,634)	850,000
Antevenio México		294,028			
Antevenio Publicité	(2,200)	13,445			
React2Media		29,896	4,358		
Antevenio Rich & Reach		129,923		(12,042)	
Foreseen		19,811	691	(19)	
B2Market		27,659	696		
Rebold	(86,338)	16,721			
Dglnt SA de CV			3,566		
	<b>(118,491)</b>	<b>2,148,263</b>	<b>19,825</b>	<b>(46,233)</b>	<b>850,000</b>

The amount, in Euros, of transactions performed during the six first months of 2020 and presented in the accompanying Interim Profit and Loss Account is as follows:

Transactions Performed	Services received	Sales and services rendered	Interests Paid	Interests Charged	Dividends paid
Mamvo Performance, S.L.U.		193,360	748	(2,874)	
Marketing Manager		210,927	3,743	(4,243)	
Código barras Networks	(3,000)	52,615	480	(213)	
Antevenio ESP, S.L.U.		258,922		(1,988)	
Antevenio Argentina					
Antevenio S.R.L. (Italy)		51,701		(1,871)	
Antevenio México		218,031			
Antevenio Publicité	(2,200)				
React2Media		6,590	1,965		
Antevenio Rich & Reach		48,847		( 8,652)	
B2Market Place		13,200	343		
Foreseen		9,600	469		
	<b>(5,200)</b>	<b>1,063,793</b>	<b>7,748</b>	<b>(19,841)</b>	<b>-</b>

At 30 June 2021 the breakdown of balances with related parties was as follows:

Related Party (30 June 2021)	Balance Receivable	Balance Payable
ISP Digital SLU	164,976	(4,714,588)
ISP (on Taxation Group Corporate Income Tax)		(397,556)
<b>Total Group companies</b>	<b>164,976</b>	<b>(5,112,144)</b>

At 31 December 2020 the balances with the related parties were as follows:

Related Party (31 December 2020)	Balance Receivable	Balance Payable
ISP Digital SLU	121,000	(131,465)
ISP (on Taxation Group Corporate Income Tax)		(135,648)
<b>Total Group companies</b>	<b>121,000</b>	<b>(267,113)</b>

At 30 June 2020 the breakdown of balances with related parties was as follows:

<b>Related Party (30 June 2020)</b>	<b>Balance Receivable</b>	<b>Balance Payable</b>
ISP Digital SLU	121,000	130,818
ISP (on Taxation Group Corporate Income Tax)		237,749
REBOLD		2,912
DGLNT SA de CV	351,099	
<b>Total Group companies</b>	<b>472,099</b>	<b>371,479</b>

### 18.3) Related party transactions

The breakdown of transactions with related parties during the first six months of 2021 and during 2020 is as follows:

During the first 6 months of 2021 transactions with related parties were as follows:

<b>Related Party (30 June 2021)</b>	<b>ISP</b>	<b>ISP Digital SLU</b>
Services received	(116,343)	
Finance Expenses		(10,682)
<b>Total Group companies</b>	<b>(116,343)</b>	<b>(10,682)</b>

During 2020 transactions with related parties were as follows:

<b>2020</b>	<b>ISP DIGITAL</b>
<b>Sales</b>	-
<b>Purchases</b>	-
<b>Services rendered</b>	-
<b>Services received</b>	-
<b>Finance income</b>	-
<b>Finance Expenses</b>	(1,295)
<b>Total</b>	<b>(1,295)</b>

### 18.4) Balances and Transactions with Directors and Senior Management

The individuals classified as Senior Management are also Directors of the Company.

The breakdown of the amounts received by the Board of Directors or by members of senior management is as follows:

	High Management		
	30/06/21	31/12/20	30/06/20
Wages and salaries	787,571	1,340,894	
Total	787,571	1,340,894	

In addition to these amounts, accrued remunerations arising from share-based payments disclosed under note 12 should be included. At 30 June 2021, at 31 December 2020 and at 30 June 2020, there are no commitments for supplements to pensions, guarantees or securities granted to the Board of Directors.

#### Other disclosures related to the Board of Directors

In compliance with the provisions of Section 229 of the Spanish Corporations Law, Directors and the related parties referred to in Section 231 of the Spanish Corporations Law, have not entered into situations of conflict of interests.

#### **NOTE 19. EQUITY INSTRUMENTS-BASED PAYMENT TRANSACTIONS.**

##### 2016 Plan:

On 16 November 2016 the Annual General Meeting approved a remuneration plan (2016 Plan) consisting in remuneration system, linked to the value of the Company's shares, for certain Executive Directors and Managers and Employees of the Company.

The following terms were approved:

the maximum number of shares that can be granted cannot exceed 125,000 shares;  
the exercise or delivery price or the calculation method for exercise or delivery shall be the market value of the share on the day of exercise or delivery;  
shares shall be awarded free of charge; and  
the plan will be in force up to 30 June 2019.  
eligible employees shall stay in the Company during the entire above mentioned term

Additionally, the AGM delegated to the Board of Directors the development, settlement, clarification and interpretation of the terms of the remuneration plan. The plan was approved by the Board of Directors on 16 November 2016.

On 2nd July 2018, a Plan beneficiary executed 75,000 free shares in accordance with the terms of the remuneration plan. Finally, the company and the beneficiary have agreed settlement in shares of the Parent Company.

On 2 July 2019, two beneficiaries exercised their rights by virtue of the remuneration plan for directors and senior management referenced to the value of the shares, approved on 16 November 2016, requesting the delivery of 50,000 of the Company's shares (Note 20).

At 31 December 2016, the value of 2015 Plan shares (278,160 Euros) has been recognized as a personnel expense in the Profit and Loss Account as vested over the period defined as the minimum

required time in the Company's employ for the exercise of the option, and are also recognized with an offsetting entry in equity without reassessing the initial measurement thereof. The 2015 Plan contemplated launching in 2016 a Public Takeover Bid on the Company's shares (see Note 11) among the requirements for the early exercise and accrual of the relevant options. Accordingly, the remaining amounts were been entirely recognized in 2016. At 31 December 2016, the effect thereof on the Company's equity amounted to 347,700 Euros recognized under "Other equity instruments".

At 31 December 2016, the value of 2016 Plan shares (675,000 Euros) has been entirely recognized, in accordance with the principle of prudence, as a personnel expense during the reporting period where the agreement was entered into, irrespective of the minimum required stay in the Company. Since the offsetting entry resulted in an increase in own funds ("Other equity instruments"), there is no impact whatsoever on the Equity of the Company.

Following the above-mentioned exercise of options, the Plan was fully extinguished at 31 December 2019.

## **NOTE 20. OTHER INFORMATION**

The average number of persons employed is as follows:

	30/06/2021	31/12/2020	30/06/2020
Management	8	4	4
Administrative	7	5	6
Commercial	0	0	0
Production	1	2	0
Marketing	2	2	2
Technicians	0	0	0
	<b>18</b>	<b>13</b>	<b>12</b>

The number of Directors and persons employed by the Company at the balance sheet date of the presented periods, broken down by professional category, is as follows:

	30/06/2021			31/12/2020			30/06/2020		
	Men	Women	Total	Men	Women	Total	Men	Women	Total
Management	2	3	5	2	2	4	2	2	4
Administrative	2	3	5	1	4	5	1	5	6
Commercial	0	0	0	0	0	0	0	0	0
Production	0	2	2	1	1	2	0	0	0
Marketing	1	1	2	1	1	2	1	1	2
Technicians	0	0	0	0	0	0	0	0	0
	<b>5</b>	<b>9</b>	<b>14</b>	<b>5</b>	<b>8</b>	<b>13</b>	<b>4</b>	<b>8</b>	<b>12</b>

In compliance with Law 15/2010, of 5 July, amending Law 3/2004, of 29 December, establishing measures to combat late payment in commercial transactions, details of the average period for payment to suppliers:

	30/06/2021	31/12/2020	30/06/2020
	Days	Days	Days
Average period of time for payment to suppliers	52.06	58.04	56.40
Percentage of paid transactions	49.96	58.57	50.79
Percentage of transactions pending payment	59.71	52.61	84.68
	Amount (Euro)	Amount (Euro)	Amount (Euro)
Total payments made	399,583	1,170,496	678,175.32
Total payments pending	109,982	113,510	134,420.21

## **NOTE 21. BUSINESS COMBINATIONS**

### **REACT2MEDIA:**

On 22nd June 2017 the Parent Company completed the acquisition of 51% of the shares in the US company React2Media, L.L.C for a consideration of 2,250,000 dollars (2,022,275 euros); the entire amount of the consideration was paid to the counterparty on 23 June 2017. This company was thereafter included within the consolidation scope and fully consolidated.

The company React2Media, L.L.C. has its registered address at 35 W 36th St, New York, NY 10018, USA. The company's principal activity is the provision of a full service online advertising network, offering a complete set of interactive marketing opportunities for media agencies, direct advertisers and publishers alike. The main reason supporting the acquisition is the entry of Antevenio Group in the United States market drawing on the market position and knowledge of the investee. Antevenio Group intends to provide the investee with its other business lines in order to generate positive synergies.

Both the Group and the selling shareholders mutually granted themselves unconditional put option rights and call option rights over the remaining 49% shares in the investee, which may be exercised within the same term and for the same amount. These options have a floating price based on certain parameters relating to the investee's performance over financial years 2020, 2021 and 2022; however, total acquisition value may not exceed 8.5 million dollars (of which 2.25 million dollars have already been paid for the acquisition of 51% of shares). Sale price is subject to the fulfilment of certain continuance conditions by the sellers.

In accordance with the International Financial Reporting Standards and based on the existence of cross put and call options with the same value and the same exercise period, the transaction has been treated as an early acquisition of a non-controlling interest pursuant to the requirements of *IAS 32 Financial Instruments: Presentation*, which provides that a contractual obligation to deliver cash to another entity is a financial liability.

The amount recognised by the Group at 31 December 2017 as a financial liability represented to the best estimate, as of that date, of the expected amount to be paid; the fair value of this financial liability



has been measured at 1.98 million euros, recognised under “Other non-current liabilities”.

In accordance with the provisions of International Financial Reporting Standard No. 3 on Business Combinations, during the first half-year of 2018 the Group has decided to reassess this financial liability and to retrospectively adjust the provisional amounts recognised at the acquisition date to reflect new information obtained about facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognised as of that date. As a consequence, the amount recognised at 31 December 2018 as a financial liability represented to the best estimate, as of that date, of the expected amount to be paid; the fair value of this financial liability has been measured at 2.108 million euros, recognised under “Other non-current liabilities”.

On 21 May 2019, the first tranche of rights to purchase and right to unconditional sale was implemented on 49% of the Company’s shares, remaining from the capital share of said Company in the initial contract dated 22 June 2017. The Group acquires 9% of the US Company React2Media, L.L.C’s shares, for 212,551 dollars (192,778 euros).

In fiscal year 2019, given that the administrators obtained additional information from greater experience and accounting estimates updated in previous years in relation to the valuation of the financial liability generated by the purchase option mentioned above, its value was adjusted prospectively and the effect recognised in the Consolidated Profit and Loss Account for the year was an income of €1.4 million recorded under the heading “Impairment of assets” (Note 17.g).

As a consequence of the events described above, the outstanding amount recorded at 31 December 2019 as a financial liability amounted to €488,257, recorded under the heading "Other non-current liabilities" for €280,340 and under the heading “Other current liabilities” for €207,917 (Note 10).

As at 31 December 2020, put and call options were not exercised as the Group expects to liquidate the subsidiary in the next fiscal year, although there are still certain options that can be exercised by the selling party. Consequently, the Group recorded the effect of unexercised and expired call and put options as if they were a sale to minority interests.

At 31 December 2020, the Group has impaired goodwill in consolidation contributed by the subsidiary React2Media, L.L.C., since it expects to liquidate this subsidiary in fiscal year 2021, given the results obtained in recent fiscal years following the acquisition of this subsidiary in previous years. The impairment recognised in the 2020 consolidated income statement amounted to €1,921,952.

The breakdown of the consideration given, measured as the fair value of net assets and goodwill acquired, is as follows:

	<b>Euros</b>
<b>Fair value of the consideration given</b>	
Cash paid	2,102,903
Put options granted to minority interests	1,933,648
Contingent consideration	35,004
<b>Total consideration given</b>	<b>4,071,555</b>
<b>Net identifiable assets acquired</b>	
Non-current investments	38,462
Intangible assets	2,312
Trade and other receivables	1,198,620
Cash	109,457
Debts with financial institutions	(256,188)
Other debts	(13,429)
Trade and other payables	(912,813)
<b>Fair value of net identifiable assets acquired</b>	<b>166,421</b>
<b>Gross Value of Goodwill (Note 5)</b>	<b>3,905,134</b>
<b>Gross value of goodwill impairment (Note 5)</b>	<b>(3,492,092)</b>
<b>Net Value of Goodwill (Note 5)</b>	<b>413,042</b>
Consideration paid in cash	(2,102,903)
Cash and cash equivalents acquired	109,457
<b>Net cash outflow</b>	<b>(1,993,446)</b>

Goodwill arising from the acquisition was allocated to the Cash Generating Unit relating to the investee's business and relates to the workforce and synergies resulting from Antevenio Group's entry in the United States market drawing on the investee to expand the Group's various business lines.

The Company has considered that fair value of the identifiable assets and liabilities acquired is equal to the relevant carrying values as of the of the acquisition date. As shown in the table above, almost all the assets and liabilities acquired relate to working capital.

The breakdown of fair value of trade receivables as of the acquisition date is as follows:

<b>Euros</b>	<b>Contractual gross amount</b>	<b>Impairment adjustment</b>	<b>Fair value</b>
Trade receivables	1,198,620	0.00	1,198,620

### B2 Marketplace Ecommerce Group S.L.:

On 7 October 2019, the Parent Company acquired 51% of the shares in the company B2MarketPlace, S.L. for a price of €254,240, paying the entire amount to the counterparty on 7 October 2019. This company was thereafter included within the consolidation scope and fully consolidated.

On 4 July 2021, the Parent Company acquired an additional 10% of the share capital of B2MarketPlace, S.L. at a price of €153,224, thus securing 61% holding.

The registered office of investee company B2MarketPlace, S.L. is Calle Apolonio Morales, 13c . The primary object of the company is the optimisation and improvement of brands, manufacturers and distributors presence in digital platforms.

Both the Group and the selling members mutually granted themselves unconditional put option rights and call option rights over the remaining 49% shares in the investee, which may be exercised within the same term and for the same amount. The options detailed above are based on a variable price depending on parameters associated with the results of this company in fiscal years 2021, 2022 and 2023. Sale price is subject to the fulfilment of certain continuance conditions by the sellers.

In accordance with the International Financial Reporting Standards and based on the existence of cross put and call options with the same value and the same exercise period, the transaction has been treated as an early acquisition of a non-controlling interest pursuant to the requirements of IAS 32 Financial Instruments: Presentation, which provides that a contractual obligation to deliver cash to another entity is a financial liability.

In accordance with IFRS 3 on Business Combinations, during one year from the acquisition date, the Group can reassess this financial liability and retrospectively adjust the provisional amounts recognised at the acquisition date to reflect new information obtained about facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognised as of that date. After this re-evaluation, the amount recognised by the Group at 31 December 2020 as a financial liability constitutes the best estimate to date of the expected amount that the Group expects to pay, the fair value of this financial liability thereof amounting to €1,549,402 (€2,021,306 in 2019); an amount of €1,396,181 (€1,993,489 in 2019) recorded under the heading "Other non-current liabilities" and €153,221 (€27,817 in 2019) under the heading "Other current liabilities" (note 10).

The breakdown of the consideration given measured as the fair value of net assets and goodwill acquired at 31 December 2019 is as follows:

	<b>Euros</b>
<b>Fair value of the consideration given</b>	
Cash paid on the acquisition date	254,240
Put options granted to minority interests	1,993,489
Contingent consideration	27,817
<b>Total consideration given at 31 December 2019</b>	<b>2,275,546</b>
<b>Net identifiable assets acquired</b>	
Non-current investments	4,170
Intangible assets	92
Property, plant and equipment	4,479
Trade and other receivables	43,357
Cash	-
Debts with financial institutions	(69,173)
Other debts	-
Trade and other payables	(36,473)
<b>Fair value of net identifiable assets acquired</b>	<b>(53,547)</b>
<b>Gross Value of Goodwill (Note 5)</b>	<b>2,329,094</b>
<b>Impairment Goodwill (Note 5)</b>	<b>-</b>
<b>Net Value of Goodwill (Note 5)</b>	<b>2,329,094</b>
Consideration paid in cash	254,240
Cash and cash equivalents acquired	
<b>Net cash outflow</b>	<b>252,240</b>

Goodwill generated has been allocated to the Cash-Generating Unit appropriate to the business of the acquiree and has been attributed to the labour force and the synergies that may arise from the acquiree's business for Antevenio Group, allowing the Group to expand its existing business lines with a new business line complementing the existing services offered by the group.

The Company has considered that fair value of the identifiable assets and liabilities acquired is equal to the relevant carrying values as of the of the acquisition date. As shown in the table above, almost all the assets and liabilities acquired relate to working capital.

The breakdown of fair value of trade receivables as of the acquisition date is as follows:

<b>Euros</b>	<b>Contractual gross amount</b>	<b>Impairment adjustment</b>	<b>Fair value</b>
Trade receivables	43,053	-	43,053

#### **FORESEEN MEDIA S.L.:**

On 20 February 2019, the Parent Company acquired 70.40% of shares in the company FORESEEN MEDIA S.L. for a price of €67,420, paying the entire amount to the counterparty on 20 February 2019. This company was thereafter included within the consolidation scope and fully consolidated.

On 4 February 2021, the Parent Company acquired 29.60% of the share capital in the Company Foreseen Media, S.L. at a fixed price of €15,000 plus a variable price corresponding to the equivalent of 15% of the Gross Margin generated in 2021 by the Company's current and new customers for that fiscal year, estimated at €43,000 (see note 20).

The registered office of investee company FORESEEN MEDIA S.L. is Calle Apolonio Morales, 13C, Madrid. The main activity of the company comprises:

1. Purchase, sale, management, marketing and licensing of all types of rights related to eSports or sports played on computer systems, including the purchase and sale of advertising spaces, assets and sponsorship of players, teams and competitions.
2. Conclusion of advertising sponsorship contracts for companies with eSports agents, including yet not restricted to eSport leagues, Clubs, players or third parties who organise eSports events.
3. The Creation and management of eSports Clubs, their commercialisation, sale and economic exploitation.
4. The representation of players and eSports Clubs, purchase and sale of player image rights. If the law requires some sort of professional qualification, degree, administrative authorisation or registration on a public register to exercise of some of the activities included in the corporate purpose, these activities must be carried out by a professional certified in this regard and, where pertinent, may not start before the required administrative requirements have been met. The related activities may also be carried out by the Company in whole or in part indirectly, through holdings in Companies having an object that is identical or similar to that expressed in the preceding paragraphs, or through any other forms admitted by Law.

Given the insignificance represented by the figures integrated by the acquisition of this company in the overall consolidated financial statements, the administrators consider specifying further information in this regard to be unnecessary.

#### **REBOLD MARKETING AND COMMUNICATION, S.L.U.:**

At the General Shareholders' Meeting of the Parent Company held on 4 September 2020, the capital increase subscribed in full by its majority shareholder, ISP Digital, S.L.U., was approved, through the contribution of the shares of Rebold Marketing and Communication S.L.U. This company is in turn

the head of a group of companies (broken down in the table below) which will therefore be consolidated from that date within the consolidated Antevenio Group as of 31 December 2020:

Company	Holding Percentage
Rebold Marketing and Communication, S.L.U.	100%
Acceso Mexico	100%
Acceso Colombia	100%
Digilant Colombia	100%
Digilant, Inc	100%
Digilant Perú	100%
Digilant SA de CV	100%
Filipides	100%
Digilant Services	100%
Blue Digital	65%
Digilant Chile	100%
Acceso Panamá(1)	0%
Blue Media	100%

(1) Loss of control of Acceso Panama

Details of the various companies constituting this new subgroup are set out in note 1 herein.

Details of the consideration given, the fair value of the net assets acquired on the date of the business combination were as follows:

	Euros
<b>Fair value of the consideration given</b>	
Delivered consideration (Parent Company Shares)	14,372,080
<b>Total consideration delivered at business combination date</b>	<b>14,372,080</b>
<b>Net identifiable assets acquired</b>	
Non-current investments	3,685,591
Intangible assets	923,740
Property, plant and equipment	420,147
Trade and other receivables	26,570,007
Cash	1,323,576
Debts with financial institutions	(21,209,894)
Trade and other payables	(25,612,684)
<b>Fair value of net identifiable assets acquired</b>	<b>(13,899,517)</b>

The Company has considered that fair value of the identifiable assets and liabilities acquired is equal to the relevant carrying values as of the of the acquisition date. As shown in the table above, almost all the assets and liabilities acquired relate to working capital.

The breakdown of fair value of trade receivables as of the acquisition date is as follows:

<b>Euros</b>	<b>Contractual gross amount</b>	<b>Impairment adjustment</b>	<b>Fair value</b>
Debtors and other receivables	26,570,007	-	26,570,007





ANTEVENIO