



Report issued by the Board of Directors of Applus Services, S.A. with regard to the appointment of Mrs. María José Esteruelas Aguirre as Independent Director of the Company and the proposal to appoint Mr. Joan Amigó i Casas as Executive Director of the Company

I. Introduction and purpose of the Report

This Report is issued and approved by the Board of Directors of Applus Services, S.A. (hereinafter, “**Applus**” or the “**Company**”), in accordance with the provisions of article 529 decies of the Spanish Companies Act and article 14.1 of the Regulations of the Board of Directors of Applus, to justify the resolutions of the Board of Directors in today's meeting (20 February 2019) with regard to (i) the appointment through the co-optation procedure of Mrs. María José Esteruelas Aguirre as Independent Director of the Company (subject to ratification by the next General Shareholders' Meeting) and (ii) the proposal to the next General Shareholders' Meeting to appoint Mr. Joan Amigó i Casas as Executive Director of the Company.

This report is preceded by a separate report issued by the Appointments and Compensations Committee (the “**AC Committee**”) on 19 February 2019, pursuant to which the AC Committee (i) formally proposes to elect Mrs. Esteruelas as Independent Director, (ii) issues a favourable opinion on the election of Mr. Amigó as Executive Director, and (iii) analyses the needs of the Board and concludes that the appointment of the aforementioned two Directors adequately meets said needs.

It is expressly noted that, as provided for in article 518 of the Spanish Companies Act and article 8 of the Regulation of the General Shareholders’ Meeting of Applus, this Report will be made available to the shareholders at the Company’s registered office and published uninterruptedly in the corporate website of the Company as from the date of the announcement of the calling until the holding of said General Shareholders’ Meeting.

II. Profile of the Directors and assessment of their circumstances

(1) Mrs. María José Esteruelas Aguirre

a) Profile

Mrs. Esteruelas is currently the General Manager (Director General) of Abengoa for America, in charge of all the subsidiaries of the continent. Previously, she was Manager of the Energy division, and before Manager for Latin America. She has spent most of her career at Abengoa –to which she joined in 1997– going through different companies and senior positions as the Manager for Operations and Concessions.

From July 2014 to December 2017, she was a member of the board of Atlántica Yield as appointed by Abengoa.

She is an Electrical Industrial Engineer by ICAI (Madrid). She holds a Master in Operations Management from the Instituto de Empresa (Madrid) and has coursed a General Management Programme from IESE (Madrid).

b) Assessment

The Board of Directors fully endorses the assessment made by the AC Committee on the proposal to appoint Mrs. María José Esteruelas Aguirre as Independent Director in Applus. Therefore, in view of her outstanding experience and professional career, and based on the analysis of the Board of Directors` needs and the prior proposal from the AC Committee, the Board has considered that she is the ideal candidate to fill one of the two vacancies existing at the Board.

c) Category of the director

As set out in the AC Committee report, Mrs. Esteruelas shall be qualified as Independent Director.

For all appropriate purposes, it is expressly noted that Mrs. Esteruelas has confirmed that she is not affected by any incompatibility for the exercise of the position of Independent Director, as provided for in Act 3/2015, of March 30th, and other applicable state and regional regulations.

(2) Mr. D. Joan Amigó i Casas

a) Profile

Mr. Amigó is Chief Financial Officer (CFO) of the Company since 2007.

He started his professional career at Price Waterhouse Coopers in 1991 as external auditor. In 1994 he started working at Bimbo, a large consumer company in Spain and Portugal, where he held several management positions: Vice President and Chief Financial Officer, Shared Services Financial Manager, Controller and Head of Internal Audit. In 2006 he was appointed Vice President of Financial Planning and Control of the European division of Sara Lee Bakery.

Mr. Amigó holds a degree in Economics from the Universidad Autonoma of Barcelona and has coursed an Executive Development Program at IESE, a Global Business Strategy Program at Wharton, University of Pennsylvania, and an Advance Management Program at ESADE.

b) Assessment

The Board of Directors fully endorses the assessment made by the AC Committee on the appointment of Mr. Joan Amigó i Casas as Executive Director in Applus. Therefore, in view of Mr. Amigó outstanding experience and professional career, and based on the analysis of the Board of Directors` needs and the favourable report issued by the AC Committee, the Board of Directors has considered appropriate to formally propose his appointment to the next General Shareholders` Meeting.

c) Category of the director

As set out in the AC Committee report, Mr. Amigó shall be qualified as Executive Director.

In Barcelona, on 20 February 2019