



## Annual Report on Director Remuneration of listed companies for the year ended 31 December 2021

### Data identify issuer

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AmRest Holding SE

Annual Report on Director Remuneration of listed companies

# Contents

A. REMUNERATION POLICY OF THE COMPANY FOR THE CURRENT FINANCIAL YEAR.....	122
B. OVERALL SUMMARY OF HOW REMUNERATION POLICY WAS APPLIED DURING THE YEAR LAST ENDED.....	125
C. ITEMISED INDIVIDUAL REMUNERATION ACCRUED BY EACH DIRECTOR.....	129
D. OTHER INFORMATION OF INTEREST .....	135

## A. REMUNERATION POLICY OF THE COMPANY FOR THE CURRENT FINANCIAL YEAR

**A1.1** Explain the current director remuneration policy applicable to the year in progress. To the extent that it is relevant, certain information may be included in relation to the remuneration policy approved by the General Shareholders' Meeting, provided that these references are clear, specific and concrete.

Such specific determinations for the current year as the board may have made in accordance with the contracts signed with the executive directors and with the remuneration policy approved by the General Shareholders' Meeting must be described, as regards directors' remuneration both in their capacity as such and for executive functions carried out.

In any case, the following aspects must be reported, as a minimum:

- Description of the procedures and company bodies involved in determining, approving and applying the remuneration policy and its terms and conditions.
- Indicate and, where applicable, explain whether comparable companies have been taken into account in order to establish the company's remuneration policy.
- Information on whether any external advisors took part in this process and, if so, their identity.
- Procedures set forth in the current remuneration policy for directors in order to apply temporary exceptions to the policy, conditions under which those exceptions can be used and components that may be subject to exceptions according to the policy.

At the recommendation of the Appointments and Remuneration Committee (the "**ARC**"), the Board of Directors of AmRest Holdings, SE (the "**Company**") drew up the "2021-2023 Directors Remuneration Policy" (the "**Policy**") for its subsequent approval by the general shareholders' meeting held on May 12th, 2021.

Basic principles of the Policy: (i) to assess the dedication, qualification and responsibility required by the position, remaining in line with the market remuneration paid by peer companies; (ii) to balance the directors and shareholders' interests and, in particular, alignment with the values of the Company, its commitment to maximise its shareholder dividend and returns; (iii) to ensure that the remuneration system promotes the achievement of the strategic goals set by the Company and its group; and (iv) to ensure commitment with the principle of full transparency of the Directors' Remuneration Policy, providing timely, sufficient and clear information in line with the applicable regulations and corporate governance recommendations followed in international markets regarding directors' remuneration.

Competent bodies: The GSM determines the maximum annual statutory remuneration for all the members of the Board of Directors. The Board defines for each financial year the method and time of payment and agrees upon the exact allocation among its members of the overall remuneration.

Structure of the Remuneration of Directors in their Capacity as such: The Board members, in their capacity as such, shall receive remuneration comprising the following items: (i) a fixed payment; and (ii) allowances for attending the meetings of the Board of Directors and its delegate or advisory committees.

(i) The maximum amount the Company will pay to its directors as a fixed annual amount in their capacity as board members for each financial year in which this policy is in force shall not exceed the total sum of EUR 1,500,000.

Within the above mentioned maximum annual remuneration, the allocation among the Board members would be as follows: (i) Member of the board: 75,000 euros for each director; (ii) Independent director member of the Executive Committee or of any of the advisory Committees of the Board (irrespective of the number of Committees on which the independent director serves): 25,000 additional euros for each independent director.

(ii) Attendance Fees and Coverage of Risk and Civil Liability Benefits: Directors, in their capacity as such, may receive attendance fees for every meeting of the Board of Directors or the committees they actually attend. The total annual amount of attendance fees will depend on the number of meetings effectively held and on the number of directors attending the meetings. The Company may pay the premiums of the insurance policies taken out with several insurance companies covering the death or disability of directors caused by accidents or due to natural causes, as well as any potential civil liability against the directors in their position as such.

Aside from the remuneration indicated in the previous sections, the directors will not be entitled to receive any other remuneration from the Company or its Group, regardless of the concept.

Structure of Remuneration of Executive Directors for the performance of executive duties

The Board of Directors will determine the remuneration that executive director will receive for performing the executive functions delegated or entrusted to them by the Board of Directors, in addition to what executive director are entitled to receive. The remuneration of the executive director according to the applicable policy as detailed in the following sections includes a fixed remuneration and a compensation package. The main terms and conditions of the contracts should include, in particular: their term, compensation for early termination or termination of the contractual relationship and exclusivity agreements, as well as post-contractual non-compete and length of service or loyalty clauses. The Company analysed the policies of other Spanish listed entities as a reference when drafting the terms of the Remuneration Policy. AmRest did not hire any external advisors to assist with the creation of the Policy.

No procedure is foreseen in the current Directors' Remuneration Policy in relation with the application of temporary exceptions to the policy.



**A1.2** Relative importance of variable remuneration items vis-à-vis fixed remuneration (remuneration mix) and the criteria and objectives taken into consideration in their determination and to ensure an appropriate balance between the fixed and variable components of the remuneration. In particular, indicate the actions taken by the company in relation to the remuneration system to reduce exposure to excessive risks and to align it with the long-term objectives, values and interests of the company, which will include, as the case may be, mention of the measures taken to ensure that the long-term results of the company are taken into account in the remuneration policy, the measures adopted in relation to those categories of personnel whose professional activities have a material impact on the risk profile of the company and measures in place to avoid conflicts of interest.

Furthermore, indicate whether the company has established any period for the accrual or vesting of certain variable remuneration items, in cash, shares or other financial instruments, any deferral period in the payment of amounts or delivery of accrued and vested financial instruments, or whether any clause has been agreed reducing the deferred remuneration not yet vested or obliging the director to return remuneration received, when such remuneration has been based on figures that have since been clearly shown to be inaccurate.

The Directors' Remuneration Policy does not foresee the possibility of remunerating directors by means of variable remuneration.

**A1.3** Amount and nature of fixed components that are due to be accrued during the year by directors in their capacity as such.

The following fixed components are expected to be paid, subject to the approval of the mandatory bodies, to the directors in 2022:

Board member: 82,500 euros per director.

Independent director and member of the Executive Committee or any of the advisory committees: 27,500 additional euros per independent director.

**A1.4** Amount and nature of fixed components that are due to be accrued during the year for the performance of senior management functions of executive directors.

There are no fixed components that are due to be accrued during the year for the performance of senior management functions of executive directors other than the compensation package the Executive Chairman is entitled to in the amount of EUR 72,000 net per year.

**A1.5** Amount and nature of any component of remuneration in kind that will accrue during the year, including, but not limited to, insurance premiums paid in favour of the director.

In 2022, it is not expected that any remunerations in kind will be accrued.

**A1.6** Amount and nature of variable components, differentiating between those established in the short and long terms. Financial and non-financial, including social, environmental and climate change parameters selected to determine variable remuneration for the current year, explaining the extent to which these parameters are related to performance, both of the director and of the company, and to its risk profile, and the methodology, necessary period and techniques envisaged to be able to determine the effective degree of compliance, at the end of the year, with the parameters used in the design of the variable remuneration, explaining the criteria and factors applied in regard to the time required and methods of verifying that the performance or any other conditions linked to the accrual and vesting of each component of variable remuneration have effectively been met.

Indicate the range, in monetary terms, of the different variable components according to the degree of fulfilment of the objectives and parameters established, and whether any maximum monetary amounts exist in absolute terms.

The current Directors' Remuneration Policy does not foresee any possible variable remuneration.

**A1.7** Main characteristics of long-term savings schemes. Among other information, indicate the contingencies covered by the scheme, whether it is a defined contribution or a defined benefit scheme, the annual contribution that has to be made to defined contribution schemes, the benefits to which directors are entitled in the case of defined benefit schemes, the vesting conditions of the economic rights of directors and their compatibility with

any other type of payment or indemnification for early termination or dismissal, or deriving from the termination of the contractual relationship, in the terms provided, between the company and the director.

Indicate whether the accrual or vesting of any of the long-term savings plans is linked to the attainment of certain objectives or parameters relating to the director's short- or long-term performance.

N/A

**A1.8** Any type of payment or indemnification for early termination or dismissal, or deriving from the termination of the contractual relationship, in the terms provided, between the company and the director, whether at the company's or the director's initiative, as well as any type of agreement reached, such as exclusivity, post-contractual non-competition, minimum contract term or loyalty, that entitles the director to any kind of remuneration.

N/A

**A1.9** Indicate the conditions that the contracts of executive directors performing senior management functions should contain. Among other things, information must be provided on the duration, limits on amounts of indemnification, minimum contract term clauses, notice periods and payment in lieu of these notice periods, and any other clauses relating to signing bonuses, as well as compensation or golden parachute clauses for early termination of the contractual relationship between the company and the executive director. Include, among others, the pacts or agreement on non-competition, exclusivity, minimum contract terms and loyalty, and post-contractual non-competition, unless these have been explained in the previous section.

The contract with the current Executive Director is for an indefinite duration, it does not provide indemnification or permanence clause.

The contract does not establish a specific notice period for its termination, which may take place through unilateral resolution by either party, mutual agreement or by decision of either party in the event of non-compliance by the other, leaving safe in this case, the claim that for damages may correspond to the other party.

The contract does not foresee clauses relating to hiring bonuses, indemnities or shields for early resolution or termination of the contractual relationship between the company and the executive director, nor pacts or agreements of non-competition, exclusivity, permanence or loyalty and post-contractual non-competition.

The contract provides a standard confidentiality clause.

**A1.10** The nature and estimated amount of any other supplementary remuneration that will be accrued by directors in the current year in consideration for services rendered other than those inherent in their position.

As at the date of this report, no supplementary remuneration as consideration for services other than those intrinsic to the role are foreseen.

**A1.11** Other items of remuneration such as any deriving from the company's granting the director advances, loans or guarantees or any other remuneration.

No advance payments, loans or guarantees imposing contrary common or market conditions are expected to be granted to any director this fiscal year.

**A1.12** The nature and estimated amount of any other planned supplementary remuneration to be accrued by directors in the current year that is not included in the foregoing sections, whether paid by the company or by another group company.

There are no further remuneration concepts to those listed above.

**A.2** Explain any significant change in the remuneration policy applicable in the current year resulting from:

- a) A new policy or an amendment to a policy already approved by the General Meeting.
- b) Significant changes in the specific determinations established by the board for the current year regarding the remuneration policy in force with respect to those applied in the previous year.

- c) Proposals that the Board of Directors has agreed to submit to the general shareholders' meeting to which this annual report will be submitted and for which it is proposed that they be applicable to the current year.

The "2021-2023 Directors Remuneration Policy" will apply to this year. Notwithstanding, pursuant to the amendment introduced in the Capital Spanish Companies Act by Law 5/2021, the "2021-2023 Directors' Remuneration Policy" is expected to be modified during 2022.

**A.3 Identify the direct link to the document containing the company's current remuneration policy, which must be available on the company's website.**

The "2021-2023 Directors Remuneration Policy" is available on the Company's website at <https://www.amrest.eu/es/inversores/politica-e-informes-anual-de-remuneraciones-de-los-consejeros>

**A.4 Explain, taking into account the data provided in Section B.4, how account has been taken of the voting of shareholders at the General Shareholders' Meeting to which the annual report on remuneration for the previous year was submitted on a consultative basis.**

The annual report on remuneration for the previous financial year has been submitted to the consultative vote of the Annual General Meeting of Shareholders, with positive outcome, with 99.977 % of the votes in favour and 0.023 % against.

This result reflects the broad support the annual report on directors' remuneration received from the Company's shareholders.

## **B. OVERALL SUMMARY OF HOW REMUNERATION POLICY WAS APPLIED DURING THE YEAR LAST ENDED**

**B1.1 Explain the process followed to apply the remuneration policy and determine the individual remuneration contained in Section C of this report. This information will include the role played by the remuneration committee, the decisions taken by the Board of Directors and the identity and role of any external advisors whose services may have been used in the process of applying the remuneration policy in the year last ended.**

The ARC drafted the "2021-2023 Directors' Remuneration Policy" and issued it to the Board of Directors, with the Policy then approved at the AmRest general shareholders' meeting held on 12 May 2021.

In order for the Remuneration Policy to come into force during the 2021 fiscal year, the ARC performed the following duties: (i) to propose to the Board of Directors: (a) the remuneration policy for the directors; (b) the individual remuneration for the executive director and other conditions of its contract, ensuring that they are followed; and (c) the basic conditions of senior executive contracts; (ii) to analyse, pose and periodically review the remuneration policy applied to senior executives and the management team, including the remuneration packages with shares and their application, and ensure that it is proportionate to that paid to the personnel of the company; (iii) to ensure compliance with the remuneration policy established by the Company; and (iv) to assist the Board in the preparation of the report on the remuneration policy and submit to the Board any other remuneration reports foreseen in Board's internal regulation, verifying the information about the directors and senior executives' remuneration established in different corporate documents, including the annual report on directors' remuneration.

The general shareholders' meeting held on 12 May 2021 agreed to set the maximum fixed annual remuneration for the entire group of Board members at EUR 1,500,000. In turn, the meeting delegated the duty of allocating such amount among the Board members to the Board itself, with said allocation to be based on the duties and responsibilities of each member, their involvement in the numerous committees and other objective elements deemed relevant.

No external advisors have been used in the process to apply the remuneration policy in the year ended.

**B1.2 Explain any deviation from the procedure established for the application of the remuneration policy that has occurred during the year.**

There has been no deviation in the application of the "2021-2023 Directors' Remuneration Policy".

**B1.3 Indicate whether any temporary exception has been applied to the remuneration policy and, if so, explain the exceptional circumstances that have led to the application of these exceptions, the specific components of the remuneration policy affected and the reasons why the entity believes that these exceptions have been necessary to serve the long-term interests and sustainability of the society as a whole or ensure its viability. Similarly, quantify the impact that the application of these exceptions has had on the remuneration of each director over the year.**

No temporary exception has been applied to the remuneration policy.

**B.2 Explain the different actions taken by the company in relation to the remuneration system and how they have contributed to reducing exposure to excessive risks, aligning it with the long-term objectives, values and interests of the company, including a reference to the measures adopted to ensure that the long-term results of the company have been taken into consideration in the remuneration accrued. Ensure that an appropriate balance has been attained between the fixed and variable components of the remuneration, the measures adopted in relation to those categories of personnel whose professional activities have a material effect on the company's risk profile and the measures in place to avoid any possible conflicts of interest.**

The measures or actions taken by the Company in relation to the remuneration system in a bid to reduce exposure to excessive risks and align the system to the long-term objectives, values and interests of the Company are summarised as follows:

- (i) The executive director's remuneration can only be of fixed nature, it may vary based on the specific responsibilities and nature of the duties performed and will be reviewed annually by the Board of Directors at the request of the Appointments and Remuneration Committee. In any event, said fixed remuneration must remain in line with the market remuneration paid by peer companies;
- (ii) To balance the directors and shareholders' interests and, in particular, alignment with the values of the Company, its commitment to maximise its shareholder dividend and returns; and
- (iii) To align the policy to economic conditions and the international landscape.

**B.3 Explain how the remuneration accrued and consolidated over the financial year complies with the provisions of the current remuneration policy and, in particular, how it contributes to the company's long-term and sustainable performance.**

Furthermore, report on the relationship between the remuneration obtained by the directors and the results or other performance measures of the company in the short and long term, explaining, if applicable, how variations in the company's performance have influenced changes in directors' remuneration, including any accrued remuneration payment of which has been deferred, and how such remuneration contributes to the short- and long-term results of the company.

The remuneration owed in relation to the 2021 fiscal year fulfils the terms of the Remuneration Policy insofar as the amounts accrued fall within the maximum annual amount approved by the general shareholders' meeting and correspond to the allocation agreed by the Board of Directors. Moreover, the numerous concepts set out in the Remuneration Policy have been covered in the sense that the directors' remuneration in their position as such comprised only a fixed amount, and in the case of the Executive Chairman remuneration, a compensation package.

Directors' remuneration is austere and balanced, reflecting the Company's corporate and personal ethics, thus contributing to its sustainability and results.

**B.4 Report on the result of the consultative vote at the General Shareholders' Meeting on remuneration in the previous year, indicating the number of votes in favour, votes against, abstentions and blank ballots:**

	Number	% of total
Votes cast	150,884,919	68.723

	Number	% of total cast
Votes against	34,607	0.023
Votes in favour	150,850,332	99.977
Blank ballots	0	0
Abstentions	0	0

Observations
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**B.5 Explain how the fixed components accrued and vested during the year by the directors in their capacity as such were determined, their relative proportion with regard to each director and how they changed with respect to the previous year**

The following fixed components for directors in their position as such accrued during the 2021 fiscal year:

Member of the board: 75,000 euros for each director.

Independent director member of the Executive Committee or of any of the advisory Committees of the Board: 25,000 additional euros for each independent director.

Executive Chairman: compensation package in the amount of Eur 72,000, net, annually.

The fixed components accrued during the year by the directors have not changed with respect to the previous year except for the Executive Chairman compensation package, which was first implemented in 2021 since the Chairman was granted executive powers in November 2020, effective January 2021.

It should be noted that in 2020, exceptionally, given the circumstances created by the Covid-19 pandemic, the Board of Directors agreed on March 26th to reduce its remuneration by 50% and to defer its payment until December 2020.

**B.6 Explain how the salaries accrued and vested by each of the executive directors over the past financial year for the performance of management duties were determined, and how they changed with respect to the previous year.**

There are no salaries accrued for the executive directors over the past financial year related to the performance of management duties.

**B.7 Explain the nature and the main characteristics of the variable components of the remuneration systems accrued and vested in the year last ended.**

In particular:

- a) Identify each of the remuneration plans that determined the different types of variable remuneration accrued by each of the directors in the year last ended, including information on their scope, date of approval, date of implementation, any vesting conditions that apply, periods of accrual and validity, criteria used to evaluate performance and how this affected the establishment of the variable amount accrued, as well as the measurement criteria used and the time needed to be able to adequately measure all the conditions and criteria stipulated, explaining the criteria and factors applied in regard to the time required and the methods of verifying that the performance or any other kind of conditions linked to the accrual and vesting of each component of variable remuneration have effectively been met.
- b) In the case of share options and other financial instruments, the general characteristics of each plan must include information on the conditions both for acquiring unconditional ownership (vesting) of these options or financial instruments and for exercising them, including the exercise price and period.
- c) Each director that is a beneficiary of remunerations systems or plans that include variable remuneration, and his or her category (executive director, external proprietary director, external independent director or other external director).
- d) Information is to be provided on any periods for accrual, vesting or deferment of payment of vested amounts applied and/or the periods for retention/unavailability of shares or other financial instruments, if any.

**Explain the short-term variable components of the remuneration systems**

N/A

**Explain the long-term variable components of the remuneration systems**

N/A

**B.8 Indicate whether certain variable components have been reduced or clawed back when, in the former case, payment of non-vested amounts has been deferred or, in the latter case, they have vested and been paid, on the**



basis of data that have subsequently been clearly shown to be inaccurate. Describe the amounts reduced or clawed back through the application of the "malus" (reduction) or clawback clauses, why they were implemented and the years to which they refer.

Not applicable since there are no variable components in directors' remuneration.

**B.9** Explain the main characteristics of the long-term savings schemes where the amount or equivalent annual cost appears in the tables in Section C, including retirement and any other survivor benefit, whether financed in whole or in part by the company or through internal or external contributions, indicating the type of plan, whether it is a defined contribution or defined benefit plan, the contingencies covered, the conditions on which the economic rights vest in favour of the directors and their compatibility with any type of indemnification for early termination or cessation of the contractual relationship between the company and the director.

Not applicable since directors are not entitled to benefit from long-term savings schemes.

**B.10** Explain, where applicable, the indemnification or any other type of payment deriving from the early cessation, whether at the company's or the director's initiative, or from the termination of the contract in the terms provided therein, accrued and/or received by directors during the year last ended.

N/A

**B.11** Indicate whether there have been any significant changes in the contracts of persons exercising senior management functions, such as executive directors, and, if so, explain them. In addition, explain the main conditions of the new contracts signed with executive directors during the year, unless these have already been explained in Section A.1.

N/A

**B.12** Explain any supplementary remuneration accrued by directors in consideration of the provision of services other than those inherent in their position.

No supplementary remuneration as consideration for services other than those intrinsic to the role were paid to the directors in 2021.

**B.13** Explain any remuneration deriving from advances, loans or guarantees granted, indicating the interest rate, their key characteristics and any amounts returned, as well as the obligations assumed on their behalf by way of guarantee.

No advance payments, loans or guarantees imposing contrary common or market conditions were granted to any director in 2021.

**B.14** Itemise the remuneration in kind accrued by the directors during the year, briefly explaining the nature of the various salary components.

There was not any remuneration in kind accrued by the directors during the year.

**B.15** Explain the remuneration accrued by any director by virtue of payments made by the listed company to a third company in which the director provides services when these payments seek to remunerate the director's services to the company.

No payments of this type were made in 2021.

**B.16** Explain and detail the amounts accrued in the year in relation to any other remuneration concept other than that set forth above, whatever its nature or the group entity that pays it, including all benefits in any form, such as when it is considered a related-party transaction or, especially, when it significantly affects the true image of the total remuneration accrued by the director. Explain the amount granted or pending payment, the nature of the

consideration received and the reasons for those that would have been considered, if applicable, that do not constitute remuneration to the director or in consideration for the performance of their executive functions and whether or not has been considered appropriate to be included among the amounts accrued under the “Other concepts” heading in Section C.

No remuneration under concepts other than those listed above was paid out in 2021.

## C. ITEMISED INDIVIDUAL REMUNERATION ACCRUED BY EACH DIRECTOR

Name	Type	Period of accrual in year n
José Parés Gutiérrez	Executive	From 01/01/2021 to 31/12/2021
Luis Miguel Álvarez Pérez	Proprietary	From 01/01/2021 to 31/12/2021
Carlos Fernández González	Proprietary	From 01/01/2021 to 31/12/2021
Pablo Castilla Reparaz	Independent	From 01/01/2021 to 31/12/2021
Romana Sadurska	Independent	From 01/01/2021 to 31/12/2021
Emilio Fullaondo Botella	Independent	From 01/01/2021 to 31/12/2021
Mónica Cueva Díaz	Independent	From 01/01/2021 to 31/12/2021

**C.1** Complete the following tables regarding the individual remuneration of each director (including remuneration received for performing executive duties) accrued during the year.

a) Remuneration from the reporting company:

i) Remuneration accruing in cash (thousands of euros)

Name	Fixed remuneration	Attendance fees	Remuneration for membership of board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Indemnification	Other items	Total year n	Total year n-1
José Parés Gutiérrez	75							120	195	38
Luis Miguel Álvarez Pérez	75								75	38
Carlos Fernández González	75								75	38
Pablo Castilla Reparaz	75		25						100	50
Romana Sadurska	75		25						100	50
Emilio Fullaondo Botella	75		25						100	50
Mónica Cueva Díaz	75		25						100	50

Observations

In 2020, due to the exceptional circumstances caused by the Covid-19 pandemic, the Board lowered its remuneration by 50%.

**ii) Table of changes in share-based remuneration schemes and gross profit from vested shares or financial instruments**

Name	Name of plan	Financial instruments at start of year n		Financial instruments granted during year n		Financial instruments vested during the year				Instrument matured but not exercised	Financial instruments at end of year n	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent / vested shares	Price of vested shares	EBITDA from vested shares or financial instruments (thousands of euros)	No. of instruments	No. of instruments	No. of equivalent shares
Director 1	Plan 1											
	Plan 2											

**Observations**

In 2020, due to the exceptional circumstances caused by the Covid-19 pandemic, the Board lowered its remuneration by 50%.

**iii) Long-term savings schemes**

**Remuneration from vesting of rights to savings schemes**

Director 1

Name	Contribution for the year by the company (thousands of euros)				Amount of accrued funds (thousands of euros)			
	Savings schemes with vested economic rights		Savings schemes with non-vested economic rights					
	Year n	Year n-1	Year n	Year n-1	Year n		Year n-1	
					Schemes with vested economic rights	Schemes with non-vested economic rights	Schemes with vested economic rights	Schemes with non-vested economic rights
Director 1								

**Observations**

## iv) Details of other items

Name	Concept	Amount of remuneration
Director 1		

Observations

## b) Remuneration of directors of the listed company for seats on the boards of other subsidiary companies:

## i) Remuneration accruing in cash (thousands of euros)

Name	Fixed remuneration	Attendance fees	Remuneration for membership of board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Indemnification	Other items	Total year n	Total year n-1
Director 1										
Director 2										

Observations

ii) **Table of changes in share-based remuneration schemes and gross profit from vested shares or financial instruments**

Name	Name of plan	Financial instruments at start of year n		Financial instruments granted during year n		Financial instruments vested during the year				Financial instruments matured but not exercised	Financial instruments at end of year n	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent / vested shares	Price of vested shares	EBITDA from vested shares or financial instruments (thousands of euros)	No. of instruments	No. of instruments	No. of equivalent shares
Director 1	Plan 1											
	Plan 2											

Observations

iii) **Long-term savings schemes**

Remuneration from vesting of rights to savings schemes	
Director 1	

Name	Contribution for the year by the company (thousands of euros)				Amount of accrued funds (thousands of euros)			
	Savings schemes with vested economic rights		Savings schemes with non-vested economic rights					
	Year n	Year n-1	Year n	Year n-1	Year n		Year n-1	
					Schemes with vested economic rights	Schemes with non-vested economic rights	Schemes with vested economic rights	Schemes with non-vested economic rights
Director 1								

Observations



## iv) Details of other items

Name	Concept	Amount of remuneration
Director 1		
Observations		

## c) Summary of remuneration (thousands of euros):

This summary must include the amounts corresponding to all the remuneration items included in this report that have accrued to each director, in thousands of euros.

Remuneration accruing in the Company						Remuneration accruing in group companies					
Name	Total cash remuneration	EBITDA from vested shares or financial instruments	Remuneration by way of savings systems	Other items of remuneration	Total in year n, company	Total cash remuneration	Gross benefit of vested shares or financial instruments	Remuneration by way of savings systems	Other items of remuneration	Total in year n, group	Total in year n, company + group
José Parés Gutiérrez	75			120	195						
Luis Miguel Álvarez Pérez	75				75						
Carlos Fernández González	75				75						
Pablo Castilla Reparaz	100				100						
Romana Sadurska	100				100						
Emilio Fullaondo Botella	100				100						
Mónica Cueva Díaz	100				100						
<b>Total:</b>	<b>625</b>			<b>120</b>	<b>745</b>						

Observations

**C.2** Indicate the evolution in the last five years of the amount and percentage variation of the remuneration accrued by each of the directors of the listed company who have held this position during the year, the consolidated results of the company and the average remuneration on an equivalent basis with regard to full-time employees of the company and its subsidiaries that are not directors of the listed company.

	Total amounts accrued and % annual variation								
	Year n	% variation n/n-1	Year n-1	% variation n-1/n-2	Year n-2	% variation n-2/n-3	Year n-3	% variation n-3/n-4	Year n-4
<b>Executive directors</b>									
José Parés Gutiérrez	195	>100.00%	38	-50 00 %	75	-	75		
<b>External directors</b>									
Luis Miguel Álvarez Pérez	75	100.00%	38	-50 00 %	75	-	75		
Carlos Fernández González	75	100.00%	38	-50 00 %	75	-	75		
Pablo Castilla Reparaz	100	100.00%	50	-50.00%	100	-	100		
Romana Sadurska	100	100.00%	50	-16.67%	60	-	-		
Emilio Fullaondo Botella	100	100.00%	50	-16.67%	60	-	-		
Mónica Cueva Díaz	100	100.00%	50	-	-	-	-		
<b>Consolidated results of the company</b>	57,875	>100.00%	-201,462	<-100.00%	93,358	62.26%	57,537		
<b>Average employee remuneration</b>	10	11%	9	-10%	10	25%	8		

#### Observations

The Company moved its registered office to Spain and set up a Board of Directors in March 2018. Therefore, there is no comparable information for year n-4 (2017).

Ms. Romana Sadurska and Mr. Emilio Fullaondo joined AmRest Board in May 2019. Ms. Mónica Cueva joined in July 2020.

In 2020, due to the exceptional circumstances caused by the Covid-19 pandemic, the Board lowered its remuneration by 50%. In 2021 there was no increase in directors' remuneration but just the reinstatement of the ordinary remuneration, which has been maintained with no modification since year 2017.

## D. OTHER INFORMATION OF INTEREST

If there are any significant issues relating to directors' remuneration that it has not been possible to include in the foregoing sections of this report, but which it is necessary to include in order to provide more comprehensive and reasoned information on the remuneration structure and practices of the company with regard to its directors, list them briefly.

This annual remuneration report was approved  
by the Board of Directors of the company in its meeting of February 28, 2022.

Indicate whether any director voted against or abstained from approving this report.

Yes ☐ No ☒

Name or company name of any member of the Board of Directors not voting in favour of the approval of this report	Reasons (against, abstention, non attendance)	Explain the reasons