

2017



AUDIT COMMITTEE ACTIVITY REPORT 2017

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1. INTRODUCTION

The Audit Committee was set up by the Board of Directors on 27 July 2011 and was subsequently amended to comply with the provisions of Article 529I, Section Two of Royal Legislative Decree 1/2010, of 2 July, enacting the consolidated text of the Corporate Enterprises Act (**LSC**). It is also regulated by Article 23 of the Regulation of the Board of Directors of Aena, S.M.E., S.A. ("**Aena**") and by Article 43 of Aena's Bylaws.

In accordance with the provisions of the above regulation, the Audit Committee is an internal information and advisory body which has no executive functions but rather the power to inform, advise and make proposals in the areas within its remit.

The primary function of the Audit Committee is that of providing support to the Board of Directors in its functions of supervision and, specifically, it has the competence to report to the General Shareholder's Meeting on questions raised in relation with those matters which are in the competence of the Audit Committee and, in particular, on the results of the audit, explaining how this has contributed to the integrity of the financial information and the function that the committee has undertaken in this process. In this sense, the Audit Committee sees that the Board of Directors endeavours to present the financial statements to the General Shareholder's Meeting without limitations or reservations in the audit report and that, in the exceptional circumstances that there should be reservations, both the Chairman of the Audit Committee and the auditors explain with clarity to the shareholders the content and scope of such limitations or reservations.

Pursuant to section (iii).20 of the aforementioned Article 23 of the Regulation of the Board of Directors of Aena, and Recommendation 6 of the Code of Good Governance of Listed Companies prepared by the CNMV, the Annual Performance Report of the Audit Committee has been drawn up by the Audit Committee.

2. COMPOSITION

Pursuant to Article 23 section (i) of the Board of Directors Regulation, the Audit Committee is composed of five (5) members who must be External Directors.

The appointment of the members of the Audit Committee, as well as the appointment of its Chairman and Secretary, is made by the Board of Directors by absolute majority.

The Chairman of the Audit Committee is appointed from among the Independent Directors who are its members and must be replaced every four (4) years, being able to be re-elected after a gap of one (1) year from the date of cessation.

The Secretary of the Audit Committee can be one of its members or the Secretary or Vice-Secretary of the Board of Directors. In the case of the latter, the Secretary may not have status as a member of the Audit Committee.

In accordance with Article 23 section (i).3 of the Board of Directors Regulation, the members of the Audit Committee are appointed taking into account their knowledge and experience in accounting or auditing or in both areas. The majority of them are Independent Directors.

The composition of the Audit Committee during 2017 in the period from January to March has been as follows:

Name	Position	Appointment
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Mr Juan Ignacio Acha-Orbea Echeverría **Chairman** **17/10/2014**
(Independent)

He holds a degree in Economic Science from the Universidad Complutense de Madrid and completed an MBA at IESE Business School. From 1982 to 1986, he was a senior manager at Chemical Bank in Madrid and New York. From 1986 to 1989, he was head of Equities and Investment Funds at Bankinter.

In 1989, and until 2003, he was managing director and Chairman of BBVA Bolsa, S.V. and assistant general manager of BBVA.

He has been a director of the Barcelona Stock Exchange and of IESE Madrid. Whilst at BBVA Bolsa, he was actively involved in almost all of the privatisation, flotation and capital increase operations that took place in Spain between 1989 and 2002. From 2003 to 2006 he has been an independent director of the Board of Directors of the listed company TPI Páginas Amarillas.

Since 2007 he has been director and member of the Audit Committee of Fluidra. Since 2012 he is a director and chairman of the Audit Commission of Aena. Since 2003 he has been chairman of the senior management consulting company Equity Contraste Uno. He is also a director of the Spanish Institute of Financial Analysts (IEAF) since 2012. On 3 February 2012 he was appointed a director of Aena, S.A. (formerly Aena Aeropuertos, S.A.) and re-elected on 16 October 2014.

In June 2015 he was appointed Chairman of the Audit Committee.

Name	Position	Appointment
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Mr Jaime Terceiro Lomba **Member** **03/06/2015**
(Independent)

He holds a degree in Engineering and a PhD in Aeronautical Engineering, with distinction, from the Universidad Politécnica de Madrid; he also holds a degree in Economic Science, with distinction, from the Universidad Autónoma de Madrid and a Diplom Ingenieur from Messerschmitt-Bölkow-Blohm (MBB) in Munich.

Since 1980 he has been a Professor of Economic Analysis at the Faculty of Economic Science of Universidad Complutense, of which he has been Vice-Rector. He is a registered member of the Royal Academy of Moral and Political Sciences and was awarded the Rey Juan Carlos Economics Prize. From 1981 to 1983 he was the General Manager of Expansion and General Manager of Planning and Investments Banco Hipotecario de España.

From 1988 to 1996 he was executive chairman of Caja de Madrid. He is currently a member of the Board of Directors of Bankinter and a member of the Board of Trustees of several Foundations.

He was appointed a director of Aena, S.A. on 3 June 2015 and is a member of the Audit Committee.

Name	Position	Appointment
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**Mr Jose Luis Bonet Ferrer
(Independent)**

Member

03/06/2015

He holds a Law degree with distinction and is a PhD in Law cum laude from the University of Barcelona, where he was also awarded a distinction. He has been tenured lecturer of Economic Policy and Public Treasury at the Faculty of Law of the University Barcelona for 49 years. He is the chairman and member of the Board of Directors of Grupo Freixenet since 1999 after having been commercial director, general manager and director.

He is Chairman and a member of the Board of Directors of the Chamber of Commerce of Spain, Fira Internacional de Barcelona, Alimentaria, Vila Universitaria, S.L. and Hotel Campus, S.L. He was co-chairman of The Leading Brands of Spain Forum from 1999 to 2002 and has since been president of The Leading Brands of Spain Association and The Leading Brands of Spain Forum Foundation.

He is a member of the Board of Trustees of the Conocimiento y Desarrollo [Knowledge and Development] foundation, the Board of Trustees of the EADA Foundation, the Board of Trustees of the Foundation for Research on Wine and Nutrition (FIVIN) and the Board of Trustees of the Institute of North American Studies, among others.

Name	Position	Appointment
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**Mr Juan Miguel Báscones Ramos
(Proprietary)**

Member

17/10/2014

He has a degree in Economics and Business Studies from the Universidad Complutense de Madrid and a Master's degree in Economic and Financial Management from the Centre for Financial Studies.

He is a civil servant with the Public Treasury Management Body, specialising in Accounting, and with the Senior Body of State Comptrollers and Auditors.

He is a member of the Board of Directors of ICO, and a director of Renfe Mercancías, Renfe Fabricación y Mantenimiento and Renfe Viajeros.

Until 10 December 2016 he was Director General of Economic Programming and Budgets at the Ministry of Public Works. On that date he joined the Ministry of Finance in the General State Comptroller (IGAE) as National Audit Team Director. He previously worked as a technical adviser to Audit Department Two of the Court of Auditors. He has also held the positions of national audit team director of the National Audit Office and Financial Control section head in the Audit Office of the Spanish Agency for International Cooperation (AECI).

On 24 January 2017 he joined Renfe Operadora as General Economic and Financial Director.

On 16 October 2014 he was appointed a director of Aena, S.M.E., S.A.

Name	Position	Appointment
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**Mr Rodrigo Madrazo García de Lomana
(Proprietary)**

Member

25/11/2014

He holds a PhD in Economics and Business Science with special distinction and a Master's degree in Public Management from the Institute of Fiscal Studies and EOI Business School. He is the author of several specialised publications in the fields of the Spanish economy and international trade. He entered the civil service as a Trade Expert and State Economist.

He has held a number of positions in the Directorate General of Economic Policy of the Ministry of Economy and Competitiveness where he is currently the Director General. Before that he was a senior adviser to the Economic and Trade Office of the Spanish Embassy in Ecuador between 2007 and 2012. He had previously worked in the Ministry of Industry, Tourism and Trade as adviser to the Secretary General of Industry.

On 24 November 2014 he was appointed a director of Aena S.A. In addition to being a member of the Board of Directors of Aena S.A., he is also on the Board of the Official Credit Institute (ICO) and was on the Board of ICEX Spain Export and Investment between 2014 and 2015.

Name	Position	Appointment
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**Ms Matilde García Duarte
(Non-director Secretary)**

Secretary

28/04/2015

She has a degree in Law, majoring in Corporate Law, from the Complutense University of Madrid and has completed various graduate programmes including the Executive Management Programme at IE Business School.

In 2001 she joined the State Lawyer Group. She was a State Lawyer for Administrative Litigation at the High Court of Madrid from 2003 to 2006; Lead State Lawyer at the Ministry of Education, Social Policy and Sport from 2007 to 2009; Director General of Sports Infrastructures of the National Sports Council (CSD) from 2009 to 2011; and Director General of Sport of the CSD from 2011 to 2012.

In 2012 she was the General Technical Secretary of the Ministry of Transport, Infrastructure and Housing of the Region of Madrid.

Since April 2015 she has served as the Director of Legal Advisory Services and Asset Management and the Secretary of the Board of Directors of Aena, S.M.E., S.A. Since January 2018 she has been the Deputy Secretary of the Board of Directors.

On 17 March 2017, Mr Juan Miguel Báscones Ramos resigned as a member of the Board of Directors and the Audit Committee.

On 25 April 2017 the General Shareholders' Meeting appointed Ms M^a Jesús Romero de Ávila Torrijos as a proprietary director and at its meeting held on the same day the Board of Directors approved her appointment as a member of the Audit Committee.

Name	Position	Appointment
Ms M^a Jesús Romero de Ávila Torrijos (Proprietary)	Member	25/04/2017

She has a degree in Economic and Business Sciences from the Universidad Complutense de Madrid. She has 19 years of experience in the public sector. In 1996 she became a senior government auditor and accountant for the Social Security Administration as number 1 in her class. She has also completed a postgraduate degree in Public Expenditure and Corporate Finance.

From 1997 to 2003 she worked as an auditor in the Social Security General Audits Department.

From 2003 to 2012 she was Deputy Director of Financial Policy for the Region of Madrid.

From 2013 to 2016 she was Deputy Director General of Financial Relations with the Regions in the Ministry of Finance and Public Administration.

Since December 2016, she has been the Director General of Economic Planning and Budgets at the Ministry of Public Works.

On 25 April 2017 she was appointed as a director of Aena, S.M.E., S.A.

She is also a member of the Board of Directors of several companies in the Renfe group, a member of the General Council of the ICO, of the National Statistics Council, and of the Council on State Credit Risk (CESCE).

On 3 June 2015 she was appointed as a director of Aena, S.A.

3. POWERS

Article 43 of the Bylaws of Aena and Article 23 of the Regulation of the Board of Directors of Aena assign the powers to the Audit Committee which are outlined below:

- **In relation to the auditor:**

- Present to the Board of Directors for referral to the General Shareholders' Meeting the proposals for selection, appointment, re-election and replacement of external accounts auditors, as well as the terms of their engagement.

- Receiving regularly from the external auditor information on the audit plan and the results of its workings, and seeing to it that the senior management takes its recommendations into account.
- Ensure the independence of the External Auditor by issuing a report on it that will be published on the company's website sufficiently far in advance of the General Shareholders' Meeting. Ensure that the remuneration of the auditor does not compromise its quality or independence.
- Liaise with the external auditors in order to learn about and inform the Board of the results of the audit of the company's financial statements and the other issues raised while such audit is being conducted.
- When any other type of audit is carried out, liaise with the auditors in order to learn about the results and conclusions of the work to be performed by way of follow-up on their recommendations.
- Ensure that the external auditor has an annual meeting with the Board of Directors to report on the work done and on the progress of the accounting situation and risks affecting the Company.

- **In relation to the financial information:**

- Supervision of the financial information that is submitted to the Board of Directors and which as the company is listed it must disclose on a regular basis.
- Review the Financial Statements and Management Report submitted to the Board for their preparation in accordance with current regulations.
- Ensure that the Board of Directors presents the financial statements to the General Shareholder's Meeting without limitations or qualifications in the audit report.
- Inform the Board of Directors of the results of the audit of the financial statements carried out by the external auditor or of other control actions carried out by the General State Comptroller or the Court of Auditors.
- Follow-up on the recommendations made by the auditors.

- **In relation to risk control:**

- Identify the various types of risks the Company is exposed to.
- Oversee the design of and compliance with appropriate economic and financial management processes.

- Supervise a mechanism that enables employees to report in a confidential manner and, if possible and appropriate, anonymously, any accounting and financial irregularities of potential importance.
 - Regularly review internal control and risk management systems.
- **In relation to the internal audit:**
- Supervise the internal audit process and receive information on an annual basis about its work plan and any incidents that occur while it is being conducted.
 - Ensure the independence of the internal audit.
- **In relation to other matters:**
- Inform the Board about the meetings it holds and about the actions it carries out in the performance of its functions.
 - Inform the Board of Directors on the prospectuses on the issue, admission and all other documentation relating to share issues or admissions.
 - Inform the Board of Directors on the creation or acquisition of stocks in special purpose vehicles or based in countries or territories considered tax havens, as well as any other transaction or operation of a similar nature which, due to its complexity, might undermine the transparency of the group.
 - Report to the Board of Directors about related party transactions.

4. OPERATION

According to Article 23 (iii) section 15 of the Board of Directors Regulation, the Audit Committee meets at least once a quarter and as often as may be deemed appropriate, as called by its Chairman by his own decision or at the request of two (2) of its members, the Chairman of the Board of Directors, of the Executive Committee or, as the case may be, of the Chief Executive Officer.

The Audit Committee meets whenever the Board of Directors should request the issue of a report or the approval of proposals within the scope of its competencies and provided that, in the opinion of its Chairman, it is appropriate for the good development of its purposes.

The Audit Committee is validly constituted when the meeting is attended, in person or represented, by more than half of its members.

Resolutions are adopted by absolute majority of the Directors attending the meeting, the Chairman having a casting vote in the event of a tie.

The Audit Committee can call for attendance at its meetings of the Company's auditor of accounts and the internal audit manager. In addition, the Audit Committee may call any employee or senior manager of the Company and even ask attendance of an employee without the presence of any senior manager.

The Audit Committee prepares an annual Report containing an account of its activities.

5. MEETINGS HELD

During the 2017 financial year the Audit Committee has held five meetings. Four meetings were attended (present and represented) by 100% of the members of the Committee and one of them was attended by 80% by of its members.

Likewise, some non-members of the Committee were invited to particular meetings. Specifically, the CFO attended five meetings for the items on the agenda relating to the financial reports; the Audit Director attended four meetings for all the items on the agenda related to internal and external audit issues; the external auditors participated in the agenda items related to auditing (specifically, PwC attended one meeting, KPMG four meetings and EY one meeting); and legal adviser Garrigues attended two meetings, in both cases to deal with the issue of related party transactions.

Below is the meetings schedule:

Meeting	Date	Agenda
No. 35	16 February 2017	<ol style="list-style-type: none"> 1. Audit Committee Activity Report for 2016. 2. Information about related party transactions in 2016 and approval of them. 3. Presentation for review of: Annual Accounts, Management Report for 2016, Annual Corporate Governance Report and proposal for the distribution of profit (Annual Report). 4. 2016 Results Report to be sent to the CNMV and presentation of results to the market. 5. Report of the External Auditors on the financial

		<p>year 2016 and the statutory declaration of the directors.</p> <ol style="list-style-type: none"> Auditor's report on additional services rendered and fees received. Approval of the report on the independence of the auditors. Auditors transition plan. Tax Policy proposal. Risk map 2017 and risk management report 2016. Internal Audit Activity Report for 2016. Follow-up on internal audit report incidents pending resolution. AOB. Reading and approval of the minutes.
No. 36	20 April 2017	<ol style="list-style-type: none"> Approval of the financial report for the first quarter of 2017 and presentation of results. Impact of the new Audit Act as of the 2017 financial year. 2017 PMS Targets of the Audit Director. AOB. Reading and approval of the minutes.
No. 37	24 July 2017	<ol style="list-style-type: none"> Condensed Interim Consolidated Financial Statements and Consolidated Management Report as of 30 June 2017. Presentation of results to the market for the first half of 2017. Report by the auditors (KPMG) on the limited review of the Interim Financial Statements as of 30 June 2017. Risk Map update 2017. Actions of the Audit Department in the first half of 2017. Follow-up on Internal Audit Recommendations pending implementation. Technical Guide on Audit Committees of Public Interest Entities of the CNMV. Related party transaction procedure. AOB. Reading and approval of the minutes.
No. 38	19 October 2017	<ol style="list-style-type: none"> Approval of the Management Report, Financial Statements and Presentation of Results to the Market for the nine-month period ended 30 September 2017. AOB. Reading and approval of the minutes.

No. 39	14 December 2017	1	Assessment of the Audit Committee's operation.
		2	Internal Audit Plan 2018.
		3	Report on reimbursable expenses (Reimbursable Expenses Standard).
		4	Supervision of the operation of the Complaints Channel during 2017.
		5	Proposed approval of the Actions Annex for 2018 of the INECO Protocol.
		6	Proposed approval of the annual extension and Actions Annex for 2018 of the Partnership Agreement with ISDEFE
		7	Report and presentation by EY on "General Controls" associated with Financial Reporting Internal Control and Risk Management Systems (SCIIF).
		8	Presentation by KPMG of the Audit Plan for 2017.
		9	AOB.
		10	Reading and approval of the minutes.

6. MAIN ACTIVITIES

In the course of the financial year 2017 the members of the Audit Committee have held a total of 5 meetings under a previously arranged schedule and also for other issues that have arisen throughout the year.

This report contains a summary of these meetings divided into the basic functions of the Committee as detailed below:

1. Economic and financial information

Throughout the year that is the subject matter of this report the Audit Committee has analysed financial information prior to its presentation to the Board of Directors and its reporting to the CNMV and the markets. It has been supported by the company's Financial Department in its analysis of this information. Specifically, it has examined the Annual Accounts, the Management Report, the Consolidated Non-Financial Information Statement, the Annual Corporate Governance Report, the proposed distribution of profits, the Quarterly Financial Reports, the Consolidated Financial Statements and the half-yearly Financial Report.

2. External audit

- **Report of the Committee on the independence of external auditors**

In compliance with that set out in article 529.14, 4.f) of the Corporate Enterprises Act (LSC) and according to Article 23 of the Board of Directors Regulation, the Audit Committee should annually issue a report in which it will express an opinion on the independence of the auditors, and also having to disclose their providing of additional services.

Accordingly, at the Committee meeting held on 16 February 2017 the Audit Committee unanimously approved the Auditor's Independence Report for the financial year 2016.

The Committee examined the amounts of the fees paid to PricewaterhouseCoopers (PwC) in 2016 for audit work and for other work related to services other than the audits legally required by the regulations applicable to Aena.

This report concluded that the auditor has acted in accordance with the applicable standards of independence, it is not believed that the additional services have led to conflicts of interest, the current rules for the provision of services other than auditing have been respected and its fees have been reasonably accounted for and are not deemed to exceed the reasonable market rates which apply to them.

- **Information received from the external auditors**

At the Committee's meeting held on 16 February 2017, the audit firm PwC provided the members of the Committee with the External Auditors Report for 2016 and explained its contents in detail. In particular, it described the risks that affect financial information and their most relevant aspects.

Subsequently, the new external auditors for 2017, 2018 and 2019, KPMG, have appeared at various meetings of the Audit Committee to present: (i) the results of the review of the Quarterly Financial Report (20/04/17); (ii) the scope of the work performed in the limited review of the Interim Consolidated Financial Statements and Management Report as of 30 June 2017 (24/07/17); and (iii) the review of the Financial Report for the nine-month period ended 30 September 2017 (19/10/17).

3. Internal audit

The Committee has supervised the actions carried out by the company's Audit Department. In particular, the following topics have been addressed:

- **Risk Map for 2017**

At its meeting on 16 February 2017 the Committee approved the updated Risk Map for 2017. At this meeting the Internal Audit Director presented the general conclusions about the risk management system in 2016: (i) The only material risk that is considered materialised is charges regulation; (ii) All the risks identified have included, in addition to control and mitigation measures, action and/or contingency plans; (iii) All the Departments have validated the risk management for 2016; (iv) It has been verified that the action or contingency plans have their status/progress updated and that the risk indicators whose threshold has been exceeded have an action plan or the reasons why it has not been necessary to adopt measures have been documented.

Likewise, at its meeting held on 24 July the Internal Audit Director presented an update of the Risk Map, mainly considering: (i) the changes in the ownership of risks for their management arising from the organisational restructuring that took place in June of this year; (ii) the differentiated and specific presentation of two risks previously contained in others (Brexit and Passport Control Regulation), and (iii) variations in the criticality of particular risks as a result of the evolution of circumstances.

- **Internal Audit Activity Report for 2016**

At its meeting on 16 February the Committee examined the internal audit activities conducted in 2016. It concluded that substantially all the activities envisaged in the 2016 Audit Plan have been carried out in addition to a series of specific tasks not originally planned related to contracting or aspects of regulatory compliance requested by the Chairman, the Awards Committee or the Compliance Control and Supervision Body.

- **Follow-up of incidents in audit reports pending resolution**

At the meeting on 16 February the Audit Director explained the nature of the incidents, noting that they all have action plans for their resolution and identifying in the

presentation the responsible departments, the estimated deadlines and the evaluation by Audit of the degree of compliance with the plans to date.

At the meeting on 24 July the Internal Audit Director presented the follow-up of incidents and recommendations in the audit reports issued up to February 2017 whose implementation has been verified or the plans and deadlines foreseen for their resolution by the various units concerned have been verified under the existing procedure.

- **2017 PMS Targets of the Audit Director**

The Committee examined the targets set to determine of the variable remuneration of the Audit Director in 2017. The targets are related to the execution of the activities of the Audit Plan, the follow-up of report incidents/recommendations and the effective and efficient performance of audit tasks (deadline for issuing reports, maintaining high occupancy of internal resources).

- **Presentation of the Internal Audit Department's actions during the first half of 2017**

- **Internal Audit Plan 2018**

The 2018 Audit Plan was presented at the Committee meeting on 14 December. The Internal Audit Director set out this plan and the proposed activities. The Director also presented available internal and external resources and their application to the activities provided for in the plan. The Audit Committee agreed to approve the Internal Audit Plan 2018.

4. Related party transactions

At its meeting on 16 February the Audit Committee reviewed the information about the company's related party transactions based on the information provided by the Financial Department. At this meeting it examined obligations in terms of information and reporting of related party transactions based on the enquiries made to the Government Attorney's office and the National Securities Market Commission due to the regulatory complexity in this area.

At its meeting held on 24 July the Committee approved and submitted to the Board of Directors the approval procedure for related party transactions.

At its meeting held on 14 December the Committee examined the annual extension and the Actions Annex for 2018 of two Partnership Agreements with related parties. Following extensive discussion and after requesting the appropriate explanations, the Committee unanimously agreed to give a positive evaluation of the transactions included in the reports for their submission to the Board of Directors.

5. Assessment of the Audit Committee's performance

Pursuant to Article 529h of the Corporate Enterprises Act and in compliance with Recommendation 36 of the Code of Good Corporate Governance of Listed Companies, at its meeting on 14 December the Audit Committee assessed the operation of the Audit Committee. This evaluation was carried out using a self-assessment questionnaire that was sent to all the directors in September 2017 which is designed to provide the Board and the Committees with the mechanisms needed to assess the operation, quality and efficiency of the work of the Board of Directors and its Committees, as well as the performance of the functions of the Chairman of the Company.

In light of the responses received, the directors favourably assessed the quality and efficiency of the operation of the Audit Committee and agreed that during 2018 the recommendations in the Technical Guide on Audit Committees approved by the CNMV on 27 June will be included as far as possible, for which purpose a specific proposal will be submitted to the Audit Committee.

The Committee agreed to submit to the Board of Directors the report they approved in the Committee, which was discussed together with the assessment reports of the Board and the Appointments and Remuneration Committee at the meeting of the Board of Directors on 19 December 2017.

6. Internal control and risk management systems

At its meeting on 14 December the Committee reviewed the operation of the Complaints Channel during 2017.

In addition, at its meeting held on 16 February 2017 the Committee approved the updated Risk Map for 2017. At this meeting the Internal Audit Director presented the general conclusions about the risk management system in 2016. Finally, at the meeting on 24 July the Internal Audit Director presented an update of the Risk Map.

7. Other issues

At the Audit Committee meeting on 16 February the Annual Corporate Governance Report (IAGC) was presented, which accompanies the financial statements and the management report. At the same meeting the Chief Financial Officer told the Committee about the Corporate Tax Policy that was to be submitted to the Board of Directors and which sets out the principles that will govern the Company's actions in relation to taxes along with the proposal for Aena to sign up to the Tax Agency's Code of Good Tax Practices.

At the meeting held on 20 April the impact of the new Audit Act was examined.

At the meeting held on 24 July the Director of Legal Advisory Services and Asset Management presented to the Committee the Technical Guide on Audit Committees of Public Interest Entities prepared by the CNMV, which sets out the good practices recommended in this area. In this regard the Committee agreed to work on adapting the principles, recommendations and criteria for the proper functioning of the Audit Committee included in the Technical Guide. Likewise, at its meeting held on 19 October the Committee informed the external auditors that work is being done on a proposal for an action plan in relation to the Technical Guide.

At its meeting on 14 December the Committee reviewed the expenses incurred by Board members as a result of attending meetings of the Board and its Committees in 2017 as set out in the General Standard on reimbursable expenses approved by the Board of Directors on 23 February 2016.

7. CONCLUSION

This Report includes the activities carried out by the Audit Committee during 2017, thus complying with the obligation contained in the Regulation of the Board of Directors of Aena, Article 23 section (iii).20 and in Recommendation 6 of the Code of Good Governance of Listed Companies.



As can be seen from this Report, the Audit Committee has been supported by the various departments of Aena and by the auditors when carrying out its functions, and it may be concluded that throughout 2017 the Audit Committee has appropriately exercised the responsibilities assigned to it by the Bylaws and the Regulations of the Board of Aena.

In Madrid on 25 January 2018