Informative alert

Department of Tax Law
9 de septiembre de 2026

On July 21, 2026, the Institute of Accounting and Auditing (hereinafter, the “ICAC”) published its Official Bulletin No. 146. In it, Consultation No. 3 addresses the obligation to publish the report governed by the eleventh additional provision of Law 22/2015, of July 20, on Auditing (hereinafter **“11th Additional Prov.** LAC”) regarding corporate income tax or taxes of an identical or analogous nature (hereinafter “CbCR”).

The obligation to prepare, publish, file, and make the CbCR available stems from Directive (EU) 2021/2101 of the European Parliament and of the Council of November 24, , amending Directive 2013/34/EU as regards the disclosure of information relating to corporate income tax by certain companies and branches. This Directive was transposed into Spanish law through the 11th Additional Provision of the LAC, introduced by Law 28/2022 of December 21 on the promotion of the startup ecosystem.

The purpose of this regulation is to strengthen the tax transparency of large multinational groups by requiring them to disclose, broken down by jurisdiction, information regarding their profits, corporate income tax accrued and paid, and other indicators of their economic activity.

Generally speaking, the ultimate parent companies of a group whose consolidated revenue has exceeded a total of 750,000,000 euros in each of the last two consecutive fiscal years are required to prepare and publish the CbCR, as are companies that, without being part of a group, individually exceed that same revenue threshold.

When the ultimate parent company of the group is not subject to the law of a European Union (hereinafter "EU") member state, the obligation is transferred, under certain conditions, to the subsidiaries located in the EU that are part of that group, as well as, where applicable, to the branches established within the EU by the foreign company.

However, the legal framework provides for a simplification mechanism to prevent the obligation from being unnecessarily multiplied: when there are several Spanish subsidiaries or branches of the same group, or when these are spread across different EU Member States, the group may designate a single entity to centralize compliance with the publication obligation on behalf of all of them. The consultation addresses the operation of this designation mechanism in both scenarios.

1. First issue: multiple Spanish subsidiaries or branches of the same foreign parent company

When there are multiple Spanish subsidiaries or branches of the same ultimate parent company or foreign company not subject to the law of a Member State, the question arose as to whether the obligation to publish the CbCR falls on each and every one of them or, conversely, it is sufficient for a single entity, designated by the group or the foreign company, to publish it, provided that the published information covers all subsidiaries or branches located in Spain.

The ICAC proceeds on the basis that the purpose of the regulation is to ensure the disclosure and accessibility of information regarding the group or company, and not to multiply identical publications with no additional informational value.

Therefore, when there are several Spanish subsidiaries of the same ultimate parent company not subject to the law of a Member State, or several branches established in Spain by the same company not subject to the law of a Member State, **the obligation to publish the CbCR should not necessarily be interpreted as requiring an**

independent, complete, and separate publication by each of those subsidiaries or branches, provided that the published report covers all the information required regarding the group or company and is accessible under the terms provided by law.

Consequently, **the obligation may be fulfilled through a single publication made by one of the affected Spanish entities, designated by the group or by the foreign company, provided that such publication includes the information required by the regulation and the other entities clearly identify the entity fulfilling the obligation and the location where the report may be consulted**.

Finally, the ICAC adds that it is reasonable for the entity to include a statement indicating this fact, as well as other details that facilitate locating the information in the documentation to be filed with the Commercial Registry.

2. Second issue: Discrepancy in deadlines and designation of a subsidiary in another EU Member State

The CbCR must be prepared, published, filed, and made available within a **maximum period of six months** from the closing date of the fiscal year for which it is prepared, as provided by Implementing Provision 11 of the LAC. However, Directive (EU) 2021/2101 of the European Parliament and of the Council, dated November 24, 2021—which the 11th Additional Provision of the LAC transposes into Spanish law—establishes a longer deadline: **twelve months** from the end of the fiscal year.

This discrepancy in time limits raised a significant practical question: when the ultimate parent company of a multinational group is not subject to the law of an EU Member State and designates a subsidiary based in an EU Member State other than Spain to publish the CbCR on behalf of the group, would the Spanish subsidiary be in breach of its obligation if that designated entity—subject to a twelve-month deadline under its national law—had not yet published the report by the six-month deadline imposed by Spanish law?

The ICAC notes that, when the various subsidiaries or branches of the same group—which is not subject to the law of an EU Member State—are located in different EU jurisdictions and there is no intermediate European parent company to which the Spanish companies report, it must be accepted that the ultimate parent company or the foreign company may designate one of the subsidiaries or branches located in the EU as the " " to fulfill the obligation to publish, make accessible, and file the report on behalf of the group.

In such a case, **the Spanish subsidiary or branch would not have to separately publish, make accessible, and file the report in Spain** along with its annual financial statements, provided that the designation agreement expressly identifies the designated European entity and the location where the report can be consulted, that the report published or filed by said entity covers the information pertaining to the group or company and makes it clear that it includes the Spanish subsidiaries or branches within its scope, and that the publication or filing by the designated entity is carried out in accordance with the deadline and other requirements established by the applicable national legislation.

Regarding this last condition, **the ICAC expressly concludes that the relevant deadline for publication or filing by the designated entity shall be that provided for by the legislation of that entity's Member State**, and the Spanish subsidiary or branch is not required to make its own filing in Spain merely because its annual financial statements are filed earlier with the Spanish Commercial Registry.

This solution is consistent with the purpose of the Directive and its domestic transposition; it avoids multiple national filings of the same report, preserves the public nature and accessibility of the information, and allows the group to establish centralized European compliance when there is no common European parent company for the Spanish companies.