

# CODE OF CONDUCT

SARRALLE GROUP



**sarralle**  
A Universe of Engineering

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# CODE OF CONDUCT

This document clearly and concisely establishes the mandatory and prohibited conduct in all of SARRALLE's areas of activity. Compliance with it is mandatory for all recipients of the Protocol.

In a general sense and notwithstanding the specifications that will be given, the recipients of the Code must **report to SARRALLE through the Regulatory Compliance Committee any regulatory violation that they become aware of, alleged or real, committed within the company, and without being required to make any judgment as to its criminal implications.**

For this purpose, a **whistleblower channel** has been created which must be used by anyone who detects any violation of the Code of Conduct to report said irregular behavior.

Similar actions are to be taken with regard to circumstances or actions not described in the Code of Conduct when their legality is questioned. In these cases, they are to be reported to or consulted with the Regulatory Compliance Committee.

## 1) RELATIONS WITH THE PUBLIC ADMINISTRATION

In spite of the fact that SARRALLE does not frequently interact with the Public Administration in its economic activity, if this situation were to occur, care must be taken to abide by the following principles:

- a. We will always act with maximum respect for the Law and according to appropriate commercial and business practices.

- b. **It is not allowed, either directly or through any third parties, to offer, promise or provide money, gifts, services, benefits, favors or compensation**, in any form, that would mean or could be understood as exerting illicit pressure on political leaders, authorities, civil servants or their employees or family members that would lead to or obligate them to perform, omit or delay an action that they must perform according to their position.
- c. For the above purposes, the following policy rules are established for the members of the SARRALLE organization:
- o Avoid personalized contact with civil servants when there is a risk of improper requests. It is recommended that professional meetings be conducted by more than one person at the same time.
  - o The finance department will control the treasury and company assets: The necessary protocols will be established to attempt to eliminate or reduce the use of cash, with bank transfers being the predominant method of payment.
- d. Tendering: It is prohibited to request donations or gifts in exchange for not participating in a public bid or tender, to engage in actions to attempt to ward off other bidders, to alter the hammer price or withdraw from the tender once it has been awarded.
- e. Misrepresentations before public institutions: The substantial alteration or simulation of documents is not allowed that would lead to an error with regard to their authenticity, the supposition of the participation of certain persons, misrepresentation in the narration of events or any other **false**

**pretenses before public institutions** for the purpose of obtaining assistance or public subsidies, licenses, concessions or any other type of patrimonial or administrative advantage.

- f. It is prohibited to erase, damage, alter, delete or render inaccessible any data or computer or telematic program belonging to third parties or property of the Public Administration in order to obtain an unfair advantage for the company which causes harm to said Administration.

With regard to Social Security obligations, SARRALLE:

- a. Undertakes to pay the amount of the Social Security contributions and associated collection items without benefiting from any returns, deductions or aid to which it is not entitled.
- b. The **falsification of documents so that employees may fraudulently obtain or receive benefits** is prohibited, as is collusion so that they can obtain benefits to which they are not entitled or in amounts greater than what is appropriate in each case, or to avoid compliance with the obligations that might correspond to either of the parties in terms of benefits.
- c. It is prohibited to make statements or provide **false or inaccurate data on Social Security contribution documents** or on any other document **that would result in fraudulent deductions or compensations in the contributions** to be paid or incentives related to them.

With regard to tax obligations, SARRALLE undertakes to comply with the following:

- a. Strict compliance with tax obligations, without evading taxes due, retained amounts or those that should have been retained, account deposits of income in kind or obtaining improper returns or the improper receipt of tax benefits.
- b. Reduction of significant tax risks and prevention of behaviors capable of generating them, resorting to external consultancy when extraordinary or complex circumstances so require.
- c. Also prohibited is the **improper receipt of subsidies**, tax deductions or aid, falsification of the requirements for their granting or withholding the requirements for their granting or withholding the conditions that would have prevented them from being granted; their improper benefit, failing to meet their conditions or substantially altering the purposes for which the subsidy was granted; the misappropriation of funds, income or public effects for profit when you are in charge of, the administrator or the depository of them.

## **2) RELATIONS WITH CREDITORS**

The following prohibitions and obligations apply to relations with creditors:

- a. Violent or intimidating behavior is prohibited to force someone to perform or fail to perform an act or legal business of patrimonial disposal to the detriment of oneself or others, for profit.

- b. Fraudulent actions (concealment, the acquiring of obligations, etc.) are prohibited that affect SARRALLE's assets, preventing the collection from creditors due to any insolvency (even if apparent) that occurs or the same actions that impede the effectiveness of an embargo.
  
- c. Prohibited are **legal affairs and any fraudulent actions between companies with which SARRALLE might have synergies or an indirect relationship by its partners, whenever they lack a licit commercial reasonability and tend toward the evasion of obligations entered into with third parties.**

### 3) CUSTOMER AND CONSUMER RELATIONS

With regard to the crime of fraud, it is generally prohibited to mislead others in such a way that induces them to error, disposing of assets in a manner that is detrimental to themselves or to others.

With regard to intellectual and industrial property, it is generally prohibited to reproduce, plagiarize, distribute, import, export and store any works (including scientific and computer-generated works), as well as their transformation, without authorization from their owner; in particular, it is prohibited to **download works** of these characteristics from SARRALLE computers or install them on the same without the corresponding license.

In relation to the market and the protection of business secrets, the following is prohibited:

- a. The procurement by any means of data, documents or other objects that represent the violation or revelation of a

**business secret**<sup>1</sup>, regardless of whether the legally or contractually established obligation exists to maintain confidentiality by any of the participants in the revelation.

- b. The employees and managers of SARRALLE **must abstain from using for their own benefit or that of others any information to which they might have access in relation to their job position or in the performance of their function.**
  
- c. All SARRALLE members are obligated to maintain professional secrecy and ensure the privacy of any **documentation and information** that is considered confidential, either because it has been expressly designated as such or due to its content.
  
- d. The forwarding of emails received in the corporate email account to another private account belonging to the employee, when the email contains material subject to being classified as a business secret or as being especially sensitive, is prohibited.
  
- e. The use of relevant information directly or through another person regarding the stock prices of any sort of stocks or instruments traded on any market to which the employee may have had access in relation to the performance of their professional or business activity, when this information is used to obtain a financial benefit for themselves or others.

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<sup>1</sup> Business secrets are considered to be any industrial, commercial, strategic or financial information that the company keeps secret, as it would imply a competitive advantage in the market. Examples include, but are in no way limited to, the following: customer or supplier lists, purchase or sales prices for products, profit margins, technical information, information on production processes, machine designs, product catalogs and their graphic description, information on employees, agreements, strategic and business plans, and significant changes in management.

- f. Promising, offering, **granting to executives, administrators, employees or partners of a business (and they in turn receiving, requesting or accepting) unjustified benefits or advantages**, so that they or others are favored, failing to comply with their obligations in the acquisition or sale of goods in the contracting of services.

#### **4) SUPPLIER RELATIONS**

In relations with product suppliers and service providers, the following obligations and prohibitions are proposed, and thus employees must:

- a. Select suppliers based on objective criteria, such as price and quality of the product or service, and in all cases **strictly abiding by and applying the procedures POC 7/01 (Supplier assessment procedure) and POCMS 7/01 (Purchasing and subcontracting procedure)**.
- b. Maintain relations in line with good commercial practices.

#### **5) PROVISIONS IN RELATION TO DONATIONS AND GIFTS**

- a. **It is not permitted to offer or accept any type of present, gift, invitation or commercial service, present or future, on behalf of oneself or others, that might reasonably be interpreted to exceed the normal commercial practices of courtesy or aimed at obtaining favorable treatment** by SARRALLE or for SARRALLE.
- b. As an exception, gifts or invitations can be offered or received as long as they simultaneously meet the following three conditions:

- (i) They have a symbolic value or moderate cost.
- (ii) They are delivered or received by virtue of a commercial practice or social use out of courtesy.
- (iii) That they are permitted under current legislation and their aim is not to alter the impartiality or professional objectivity of the recipient of the gift.

## **6) PROVISIONS IN RELATION TO MONEY LAUNDERING AND THE RECEIPT OF GOODS**

In relation to money laundering, the following obligations and prohibitions are established in such a way that:

- a. It is generally prohibited to acquire, possess, use, convert or transfer (or any other related behavior) goods that are suspected to possibly proceed from an illegal activity, based on certain indications (the delivery of large amounts of cash, etc.).
- b. In general, special attention must be paid to those payment methods offered by customers that might appear to be unusual, in light of the circumstances of the operation, such as cash payments, cashier's checks or those made in currencies other than that which was previously agreed.

## **7) PROVISIONS REGARDING RISK MANAGEMENT**

SARRALLE and those who work here must reduce as much as possible the risks that jeopardize the health and safety of people, the environment

or that might wreak havoc through strict compliance with the safety rules established in both regulations and the management manuals with regard to the following behaviors:

## **8) CORPORATE OBLIGATIONS**

With regard to the transparency of accounting and information from corporate bodies, SARRALLE is committed to the on-time compliance with its **accounting obligations**, as set out in specific legislation, keeping a single set of accounting records, recording all operations carried out in their real amounts and not recording any fictitious information so that it is a true reflection of its financial situation.

## **9) CONFLICT OF INTERESTS**

A conflict of interests refers to any situation in which the judgment of an individual and the integrity of an action tend to be unduly influenced by a secondary interest, generally of an economic or personal nature. Accordingly, the following guidelines must be followed:

- a. The de facto or de jure administrators must abide by the obligations set out in commercial legislation that pertain to their administered institution: SARRALLE.
- b. It is prohibited to obtain improper benefits or advantages for oneself or others through the use of one's position, influence or apparent influence.

- c. It is also **expressly prohibited to use or dispose of SARRALLE property in a fraudulent manner, or to generate obligations on its behalf, that result in a financial loss for one's own benefit or that of others.**

## **10) PROVISIONS RELATED TO EMPLOYEES**

### **a) Human resources**

With regard to Human Resources, SARRALLE must comply with the following provisions:

#### **1. Selection**

- a. In staff selection and hiring processes, the criteria of training and ability must be considered for the required position.
- b. **Candidates must not be discriminated against in any way based on gender, sexual orientation, race, religion, nationality, family situation, disability, illness, trade union representation or any other reason that is not related to the required competences.**

#### **2. Sexual harassment and gender-based discrimination**

- a. SARRALLE will promote working conditions that prevent sexual and gender-related harassment.
- b. **Sexual harassment or gender-related harassment** is considered to be "any gestural or verbal conduct, behavior or attitude performed by hierarchical superiors, or by colleagues or those of a lower hierarchical status, that are

related to or the result of a person's gender or sexual orientation; that infringes due to its repetition or systematic nature against a person's dignity or physical or psychological integrity; that occurs within the organization and business administration, degrading the work conditions of the victim and potentially jeopardizing their job, particularly when these actions are related to situations of maternity, paternity or the assumption of other aspects of family care."

Any behavior performed based on a person's gender, with the purpose or effect of attacking their dignity and creating an intimidating, degrading or offensive environment, is prohibited.

### **3. Workplace harassment or "mobbing"**

Any degrading treatment that undermines a person is considered to be a violation of their moral integrity.

Workplace harassment is considered to be the repeated performance of hostile or humiliating acts in the realm of a workplace relationship, prevailing of one's hierarchical superiority.

### **4. Working conditions**

SARRALLE is committed to ensuring that its relations are free of violence, coercion, threats, deception, abuse of a situation of authority, taking advantage of a situation of physical or psychological inferiority or a situation of need.

## **5. Inappropriate interaction**

Relationships in the workplace must be governed by courtesy and respect. Any behavior is expressly prohibited that might represent any type of threat of any harm, coercion, violation of physical or psychological integrity or injury to a person's honor, dignity, moral integrity, freedom or sexual indemnity.

## **6. Privacy protection**

- a. Entering or remaining in a domicile that is not one's own, regardless of whether it belongs to a natural person or a legal entity, against a person's will is prohibited.
- b. Computer equipment is company property and its use for private purposes is prohibited.
- c. Users must provide their personal access passwords to the company so that all equipment provided by the company can be accessed for work purposes, including corporate email.
- d. The corporate email account also belongs to the company, and since it may be necessary to enter it for management reasons or to protect its interests, users are to refrain from using these accounts for matters that are understood to affect their privacy.
- e. In no event will the company be able to access the private, non-corporate accounts of employees. Generally speaking, the use of these accounts is not allowed.

## **7. Privacy protection**

- a. SARRALLE undertakes to protect information about its employees and third parties that is generated or acquired during business relations and to prevent any improper use of such information.
  
- b. SARRALLE guarantees that the processing of personal data on an internal level is carried out with full respect for the fundamental rights and freedoms and dignity of persons, as set out in current regulatory provisions (Organic Data Protection Law 15/1999, of 13 December and other adaptations to European regulations under Regulation (EU) 2016/679 of the European Parliament and Council of 27 April 2016 and Organic Law 3/2018 of 5 December on data protection and guarantees of digital rights).

## **11) PROVISIONS REGARDING HISTORICAL HERITAGE**

Any actions will be analyzed with due caution that affect uniquely protected buildings due to their historical, artistic, cultural or monumental interest, prohibiting their demolition or serious alteration.

## **12) PROVISIONS REGARDING THE PROTECTION OF FLORA**

It is prohibited to cut down, fell, uproot, pick, acquire, possess or destroy protected wild flora species in violation of law or other general provisions.

### 13) PROVISIONS REGARDING THE ENVIRONMENT

It is prohibited to:

- a. Cause or perform, directly or indirectly: emissions, spills, radiations, extractions or excavations, silting, vibration noise, injections or deposits into the atmosphere, soil, subsoil or inland, subterranean or sea waters, including in the open sea, as well as water catchment that by itself or in conjunction with other actions causes or is capable of causing substantial damage to the quality of the air, soil or water, or to plants or animals, seriously jeopardizing the balance of natural systems or the health of people.
- b. Collect, transport, exploit, transform, eliminate or make use of waste or failing to control or properly oversee said activities, so that they cause or are capable of causing substantial damage to the quality of the air, soil or water or to plants and animals, death or serious injury to people, or that can seriously jeopardize the balance of natural systems.
- c. Transport a significant amount of waste in one or more related trips in violation of the cases referred to in European Union regulations related to waste transport.
- d. Operate facilities where a hazardous activity is performed or in which hazardous substances or preparations are used or stored, in such a way that they cause or are capable of causing substantial damage to the quality of the air, soil or water or to plants and animals, death or serious injury to people or that can seriously jeopardize natural systems, all in violation of law or other general provisions.

**FIRST AND LAST NAMES**

**NATIONAL ID:**

**SIGNATURE:**