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## BASIC CODE OF CONDUCT

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This Procedure is not part of any contract, nor does it imply any representation or warranty of COPISA GROUP, which reserves the right to occasionally review it in order to satisfy the requirements of a contract.

Version	Application Date	Modificación
0.0	20-12-2013	Creation of the Code of Conduct
1.0	08-11-2017	Naming update
1.1	22-01-2018	Inclusion of the conflict of interest clause
2.0	08-02-2021	By way of emphasising some sections: 1.2 sets forth the scope of application with regard to company staff, 1.4 elaborates on the commitment to zero tolerance, 4.1 updates the contact information that is part of the communication and complaints channel, the confidential nature of the complaints channel is stressed, and reference is made to the GDPR.
2.1	24-02-2022	Update the name Coordinator of the Compliance Committee to Compliance Officer

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## **1. PRINCIPLES OF THE CODE**

### **1.1 Commitment COPISA GROUP**

The purpose of this **Code of Conduct** is to **ensure the commitment of all the companies belonging to COPISA GROUP to the Law and the ethical values** that are here proclaimed as an expression of their business culture and social engagement. This commitment is comparable to the essential aims of COPISA GROUP, such as sales, the quality warranty and the control of costs.

With this, COPISA GROUP refuses any irregular, illicit or criminal behaviour carried out for the supposed benefit of the company and commits **to that effect to prevent them, by maintaining due care required under article 31 bis of the Criminal Code.**

### **1.2 Scope and Receivers**

**The Code of Conduct is binding for all employees of COPISA GROUP companies, and, therefore, encompasses executives, managers and employees as well.** Anyone that joins COPISA GROUP must be aware of and expressly accept the ethical principles contained therein. Furthermore, where possible, they must also foster the values of corporate responsibility and business ethics. COPISA GROUP shall provide specific information about the content thereof and the enforceability of compliance therewith.

Preventing irregular, illicit or criminal behaviour affects each performance of the company and all the hierarchical levels of it. Prevention must be organized from top to bottom, by means of a hierarchical scale of responsibilities within the chain of command in the company.

Manifestly illegal indications or instructions from a manager or director must not be followed. Questions about the legality of these instructions must be raised to the **Compliance Committee.**

This Code **must be applied to all the activities of those legal entities controlled by** COPISA GROUP, which can claim for the **contractors or people professionally serving the companies of COPISA GROUP** to join the values and principles of this Code. In this case, the violation of the Code can be equal to the violation of a contractual obligation. Independently from its place of performance, people working in the companies of COPISA GROUP must be respectful regarding the human rights, the current legislative provisions **and the dispositions included in this Code.**

### **1.3 Binding Character**

This Code is not just a declaration of good intents. It is legally binding with regard to, besides the legal consequences that can carry the infraction of its dispositions, this infraction **will be disciplinary sanctioned.**

### **1.4 Zero Tolerance Regarding Criminal Behaviour**

COPISA GROUP has a **zero tolerance** regarding possible criminal acts that might be committed within it. Any relevant indication of crime will be investigated and, if it is possible to confirm that it was actually committed, will be effectively punished. COPISA GROUP refuses any attempt to obtain profit or business objectives by means of illicit ways.

Those that provide services for COPISA GROUP companies shall refrain, at all times, from aiding, abetting or participating in inappropriate actions and shall endeavour to take whatever measures are necessary to prevent irregular conduct. The organisation itself, as well as suppliers and customers, shall always foster regulatory compliance at all times.

Corruption undermines integrity and implies an abuse of power. As a result, COPISA GROUP has a zero tolerance approach when it comes to bribery and corruption, by committing to:

- Strictly comply with all applicable laws, regulations and standards while carrying out its different activities.
- Build all its relationships based on integrity, ethics and accountability.

### 1.5 Basic Character

**COPISA GROUP Code of Conduct** is the core of the internal regulation regarding social values and the accomplishment of legacy and prevention of its infractions according, where appropriate, specific protocols of prevention. Any question in the interpretation and application of this regulation must be solved in the sense of the values and principles of the Code.

### 1.6 Means

A **Compliance Committee** is created in order to ensure compliance of this Code, by fostering and coordinating the activities of prevention.

**The Compliance Committee** is in charge of the interpretation of this Code, its spread and promoting training plans for preventing the infraction of it.

## 2. ETHICAL PRINCIPLES

### 2.1 Dignity of People in their Working Site

All the people working in the companies of COPISA GROUP must be respectfully treated, maintaining a positive working environment. This must be mindfully watched by the people responsible for the management, coordination or leadership.

Any offensive or intimidating behaviour in the working relationships in the societies of COPISA GROUP is prohibited, specifically the abuse of authority. COPISA GROUP is firmly willing to prevent and punish where appropriate any offence against dignity, equality and sexual freedom of any worker or third person.

In particular, acts of sexual and psychological harassment are completely forbidden. In order to prevent them, COPISA GROUP has approved the Protocol for the prevention of psychological and sexual harassment in the workplace for the companies of Copisa Group.

### 2.2 Safety at Work

The prevention of occupational hazards is one of the main aims of COPISA GROUP. Its politics of prevention are developed into the company performances and in every hierarchical level.

This politics of prevention are based in the following principles, amongst others:

- Knowledge, evaluation and information of the occupational hazards in the tasks and working sites of the activities that the societies of COPISA GROUP develop.
- The implementation of the most suitable equipment and auxiliary means for each task from a preventive point of view, and the necessary control above these.

- The monitoring of the suitable working procedures that allow or minimize the occupational hazards in the tasks, and the developing of a special control of the dangerous activities with preventive resources.
- The correct information, formation and participation of the workers.

### **2.3 Workers' Rights**

COPISA GROUP will not employ minors, will not force labour and will not impose working conditions that violate the current laws of the country in which the activity is developed or the basic obligations referred to in the international treaties. COPISA GROUP will neither contract companies that violate these obligations, nor will buy their products or services.

All the people working in the companies of COPISA GROUP have the right to strike and free association. The Direction will facilitate the conditions to exercise this end, according to the terms reflected in the regulation.

### **2.4 Privacy and Personal Data**

COPISA GROUP supplies the security measures demanded by the laws about data protection. Every director and employee must be aware that:

- can access exclusively to the data and resources needed to the development of their tasks; no director or employee can access to the data of a file without a previous authorization;
- personal data can be only collected and stored for the period and to the extent necessary for a legal end; they can only be used attending to the appropriate purpose;
- personal data can only be communicated to a third person for purposes according to the activity of the company, and the interested party's consent is always necessary.

The informatics resources that COPISA GROUP supplies to its managers, directors and employees, included the corporate email accounts, are exclusively for professional use and are not intended to keep the privacy of the users. Therefore, privacy before the productive and organization necessities of COPISA GROUP is not expected.

### **2.5 Environment**

A basic principle of the activity in COPISA GROUP is the respect for the environment. Its politics of prevention of environmental damage is therefore developed within the activities of the Company and in every hierarchical level.

### **2.6 Free Market Competition**

COPISA GROUP refuses any agreement or activities with companies that restrict the free market competition.

Actions that may manipulate the results of a call for tenders by Administration are forbidden:

- by means of agreements with other tenderers, or bribery to avoid their submission to a bid;
- by means of corruption of public officials – either national or international – in order to receive relevant data or to be awarded a tender;
- or by any other means.

In relation to the private business relations, it is forbidden to offer economic advantages to those people who purchase goods and services in other companies, with the purpose of favour the companies of COPISA GROUP by violate their duty for loyalty.

Even though when it is advantageous for COPISA GROUP, any director or employee is by no means authorized:

- To take hold by any means of the trade secrets of their competitors;
- To use illegally goods or objects protected under the industrial and intellectual property rights;
- To use computer software with no license;
- To use or to have installed in COPISA GROUP equipment programs intended for removing protection of software systems;
- To start false information or rumours about the quality of the products and services of its competitors.

## **2.7 Public Finances**

The companies of COPISA GROUP undertake to comply with their tax and national insurance obligations. For that reason, all their declarations before the Tax Agency shall contain all the activities with tax repercussions. COPISA GROUP has a proper verification procedure which guarantees the veracity of the tax and accounting information and a transparent behaviour toward the Administration.

COPISA GROUP undertakes to veracity in the applications for public grants, and to use it for the proper purposes.

## **2.8 Public Administration**

It is forbidden to induce Spanish or foreign public officials to violate their duties of impartiality or any legal rule.

This obligation results in prohibiting:

- ✓ To offer to any public official advantages in order to favour the companies of COPISA GROUP by means of violation of his or her duties;
- ✓ To make an abusive use of personal relationships with public officials or their relatives, or with members of political parties, in order to influence in the undertaking of decisions that may favour the company.

Any provision of services or supply to public officials, or to their relatives, then can affect the company will be communicated to the Compliance Committee to prove its congruence and equity, and to avoid the covering of an illicit advantage.

COPISA GROUP will not use consultants, intermediaries or business partners that illicitly pay Spanish or foreign public officials.

Regardless its right to legitimately exercise its defense, COPISA GROUP will collaborate with the administrative authorities during their inspections or verifications.

## 2.9 Prevention of Money Laundering

Companies of COPISA GROUP will ensure that no irregular payments or money laundering derived from illicit or criminal activities are carried out during their activities. With that end, unusual economical operations will be especially watched avoiding, as a general rule, or especially controlling transactions involving cash payment, cash checks or moved into bank accounts in tax havens.

Unknown natural or legal persons with whom relevant commercial relations are going to be established will be diligently watched to prove their professional honesty, in order to avoid money laundering operations.

## 3. COMPANY PROTECTION

### 3.1 Conflict of Interests

All the directors and employees of COPISA GROUP must act in the best interest of the company in every decision or commercial operation, and not for personal gain.

For that reason, they will avoid any operation or decision when it implies conflict of interest.

In these situations, they must communicate it to the **Compliance Committee**. No action will be carried out unless they have an express authorization for that.

In order to avoid conflicts of interest, the following conduct and activities by the employees and executives of COPISA GROUP companies are strictly prohibited:

- Providing paid services outside the scope of the company, unless authorisation has been obtained from COPISA GROUP's Human Resources Department beforehand;
- Engaging in self-contracting or contracting family members or relatives or companies in which they have any kind of vested interest, unless authorisation has been obtained from the corresponding Head of Department beforehand;
- Directly or indirectly accepting money or any other economic advantage from customers, suppliers or competitors that may benefit them in a specific operation or business;
- Accepting gifts or invitations from customers, suppliers or competitors that exceed social standards of politeness.

### 3.2 Use of Hardware and Software Systems

The hardware and software and communication systems that the companies of COPISA GROUP provide to their workers must be **exclusively used** for the development of their tasks. The messages contained in the computer servers of COPISA GROUP and the contained information are of his property.

The software systems that COPISA GROUP provides to their workers are not suitable means for the execution of private activities and communications of the directors and employees. COPISA GROUP does not guarantee the opacity of such systems before productive reasons or internal investigations.

### 3.3 Financial Control of Cash Payments and Transactions Consistency

In order to eliminate illicit payments in the activities of COPISA GROUP or detractions in its assets, any transaction carried out in the companies of the group:

- ✓ Must be related to the social end or with an activity included in the activities of social responsibility of the firm;
- ✓ Must be dully authorized;
- ✓ Must be dully documented and registered, and there must exist a complete coincidence between the stated transaction and the real purpose;
- ✓ There must exist a reasonable proportion between the disbursed amount and the received service or product.

Extraordinary payments or those payments not included in the agreements or corresponding contracts will be especially watched.

### 3.4 Protection of Commercial and Industrial Secrecy

The directors and employees of the societies of COPISA GROUP have the duty to keep the confidentiality of the information related to their services or that concerning commercial activity and business strategy. In some cases, when it is established in their employment or service contract, this confidentiality duty will prevail once the contract is finished.

## 4. COMPLAINTS, INVESTIGATIONS AND SANCTIONS

### 4.1 Communication Channel

There is established a communication channel concerning the watching and interpretation of this Code, dependent from the Compliance Committee, by means of this email:

[compliance@grupocopisa.net](mailto:compliance@grupocopisa.net)

The Compliance Committee may also be contacted in person or in writing: Plaza Europa 2-4, Torre Copisa, 08902 L'Hospitalet de Llobregat (Barcelona, Spain).

The Compliance Committee shall always be on hand to answer any questions or deal with any concerns with regard to possible non-compliance with laws and/or suspicious or irregular conduct.

Reporting violations of this Code is an act of social and corporate responsibility.

The Compliance Committee is the body responsible for receiving and handling complaints.

The confidential nature of the complaint and the indemnity of the complainant in good faith shall be guaranteed at all times. In all cases, strict confidentiality shall be maintained with regard to the identity of any person, whether or not they are part of the COPISA GROUP organisation, in connection with any communication or complaint made through the communication channel or directly before the Compliance Committee.

The Committee shall ensure respect for the privacy and the presumption of innocence of the persons who have been reported.

In the event of a bad faith complaint, the person making the complaint shall face a disciplinary sanction, notwithstanding the criminal and civil liabilities that may arise.



No retaliation of any kind will be tolerated against company employees who have communicated or reported a violation of this code or applicable laws.

The provisions of Organic Law 3/2018 of 5 December, on the Protection of Personal Data and Guarantee of Digital Rights, shall be complied with at all times.

#### **4.2 Disciplinary Sanctions**

The violation or non-compliance of this Code, particularly the commission of a criminal activity in the business activities of the companies of COPISA GROUP is a fault that will be punished according to the current laws and the applicable Collective Agreements.

Disciplinary sanctions will be imposed according to the principles of proportionality and guilty, by means of a procedure in which the offender may use efficiently his/her defense rights.

#### **4.3 Internal Investigations**

The Compliance Committee will be able to decide if internal investigation is necessary and, in case, to commission it to an internal or external body.

In all the internal investigations the right to privacy, to defense and presumption of innocence are guaranteed.

Notwithstanding the foregoing, all the people working in the companies of COPISA GROUP are obliged to collaborate in the internal investigations.

Any accused employee, director, manager or representative in a criminal procedure must immediately communicate that to the Compliance Officer.

He/she must also communicate the initiation of any administrative proceeding by public administration or supervising bodies of COPISA GROUP in which they are responsible or witness.

### **5. FINAL DISPOSITION: MODIFICATION AND REVIEW OF THIS CODE**

The responsibility for approving and reviewing this Code lies with COPISA GROUP's Board of Directors in accordance with the Compliance Committee's recommendations.

***I declare i have read and understood the contents of this document***

Name and Surname:

DNI:

Date:

***The person signing hereinabove declares he does not incur in any situation of incompatibility or conflict of interest, which prevents him from developing the activities concerning his job position, considering him totally free of any criminal charges.***

***This document is subject to changes, both for the possible updating of internal regulation, and for the application of the current legislation.***