

**GRUPO HAFESA**

Criminal  
Compliance Policy



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## 1. Purpose

This Criminal Compliance Policy develops the values contained in the **GRUPO HAFESA** Code of Ethics, considered as the group of companies formed by Hafesa Participaciones S.L., and the companies in which it holds, directly or indirectly, at least 50% of the share capital or voting rights.

Thus, this Policy ratifies the will of **GRUPO HAFESA** to maintain a behavior that respects both the standards and ethical values, defining for this purpose a framework of compliance principles in criminal matters, which should guide the behavior of the Group and of each and every one of the companies that comprise it, reflecting its zero tolerance for any irregular conduct that may constitute a crime.

In this regard, the Policy is created to be the base document including the principles that govern the Criminal Compliance Management System of **GRUPO HAFESA**, evidencing its commitment to ethical behavior and compliance with the requirements established in the Policy itself and in the Criminal Compliance Management System.

Specifically, **GRUPO HAFESA**, through this Policy, pursues the following objectives:

1. Promote a culture of compliance and zero tolerance of non-compliance with current regulations, internal policies and procedures and ethical standards.
2. To ensure, through prevention, detection, supervision, training and response activities, compliance with current regulations, internal policies and procedures, and ethical standards, in all the activities and operations of the Group, thus avoiding possible sanctions, economic losses and reputational damages.
3. To convey to all members of **GRUPO HAFESA**, as well as to business partners and third parties, with whom the Group relates, a message of outright opposition to any breach of the regulations, and of commitment to act legally and for the promotion and defense of corporate ethical values.

## 2. Scope

The Criminal Compliance Policy applies to all activities carried out in the companies that make up the **GRUPO HAFESA**, and is mandatory for all its members, regardless of the position or role they play within the Group, the type of relationship and their geographical location at the national level.

On the other hand, the Policy will also extend to relations with third parties, business partners, persons acting or carrying out activities on behalf of any of the Group's companies, foreign subsidiaries and uncontrolled investee companies, insofar as they may pose a critical or serious risk to the organization as established in due diligence procedures. Everyone must know and apply it in their professional performance.

In the case of the companies or entities that are under the control of **HAFESA PARTICIPACIONES S.L.U** as the parent company of **GRUPO HAFESA**, the Policy will be applicable through the formula of accession and/or adoption and the Management System of Criminal Compliance and Anti-Bribery.



### 3. Principles of Action

The Criminal Compliance Policy is based on the following principles of action:

1. Act, at all times, under following current legislation and within the framework established by the Code of Ethics, fulfilling the highest ethical standards and complying with the regulations that are applicable at all times.
2. Drive and promote a preventive culture based both on the principle of “zero tolerance” for behaviors that may involve breaches of regulations, and on the application of ethical principles and responsible behavior of all members of **GRUPO HAFESA**, regardless of their hierarchical level.
3. Promote the development and implementation of adequate internal rules and procedures for the operation of the Criminal Compliance Management System.
4. Generate an environment of transparency, maintaining an adequate internal communication channel (Ethical Channel) through which all members of **GRUPO HAFESA**, business partners and third parties can report any actions contrary to the Group’s ethical and compliance standards, ensuring anonymity, confidentiality and the absence of retaliation for the communicator, and the rights of the persons investigated.

In this regard, the members of **GRUPO HAFESA** have the obligation to communicate as soon as possible, through the channels authorized for this purpose, any irregularity, fact or suspicious conduct related to criminal risks, or contrary to the Group’s ethical and compliance standards.

5. Develop appropriate and necessary communication, training and awareness programs for Group employees in matters related to Compliance.



6. Apply the disciplinary regime in accordance with the collective agreement or rule applicable to the offender, to sanction, if necessary, any behavior contrary to the Criminal Compliance Policy, the Code of Ethics or the Criminal Compliance Management System, seeking a fair, non-discriminatory and proportionate application of the sanctions.
7. As part of the continuous improvement of the Criminal Compliance Management System, periodically assess its effectiveness and functioning, introducing the changes that may be necessary.

#### 4. Organizational measures

The administration body of **HAFESA PARTICIPACIONES SLU**, as the parent company of **GRUPO HAFESA**, has appointed a Compliance Officer, who performs the functions of criminal prevention, and who is responsible for giving effectiveness to this Policy through the implementation of the different measures provided for in the Criminal Compliance Management System.

The Compliance Officer is also responsible for supervising the operation and fulfillment of the Criminal Compliance Management System, and therefore is also authorized to freely access to the documents and the members of the Group required for the performance of his tasks.

The independence of the Compliance Officer ensures neutrality in decision-making and is supported by direct access to the Management Body.

#### 5. Failure to comply with the policy

Failure to comply with this Policy will be punished in accordance with the applicable regulations in each case, considering the nature of the infringing person and his/her relationship with **GRUPO HAFESA**. Likewise, those persons who, being aware of the breach of this Policy, have allowed it by action or omission will be sanctioned. That stated above, without prejudice to legal actions that may correspond in law.

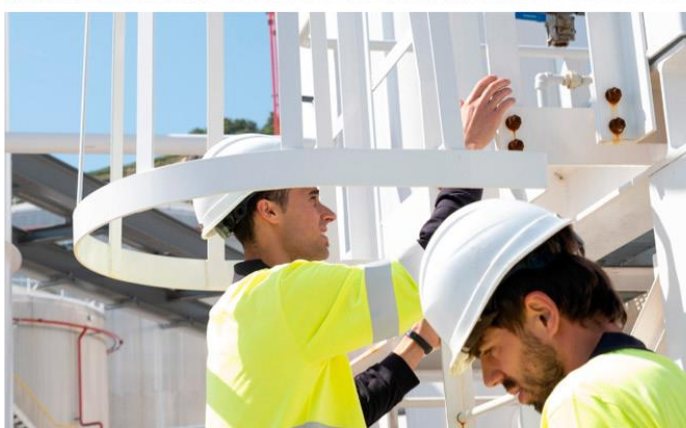
#### 6. Consultations

Any enquiries regarding the provisions of this Policy can be sent to the address [compliance@grupohafesa.com](mailto:compliance@grupohafesa.com).

#### 7. Approvals

This Policy has been approved by the Administration Body of **HAFESA PARTICIPACIONES SLU**, as the parent company of **GRUPO HAFESA**.

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