

# Code of Conduct ABEI Group



September 2023

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## **1. DEFINITION AND PURPOSE OF THE ABEI GROUP CODE OF CONDUCT**

The ABEI Group Code of Conduct (hereinafter also "the Code") establishes the performance criteria that must be observed by the ABEI Group (hereinafter also "the Group") and the third parties with whom it collaborates, in the performance of their professional responsibilities.

The objective of this Code is to ensure professional, ethical and responsible behavior of the members that make up the Group and all the third parties with which it collaborates, in the development of its activities anywhere in the world, as a basic element of its corporate culture on which the training and personal and professional development of its employees is based and collaborates.

In particular, the ABEI Group is committed to respecting human rights (condemning any type of forced or other activity to which a person may be obliged due to their professional performance).

ABEI Group respects the different cultures and values of the different countries, especially in those countries in which it operates (Spain, United States, France, United Kingdom, Italy and Poland).

To this end, the principles and values that should govern the ABEI Group's relations with its stakeholders (employees, customers, shareholders, business partners, suppliers and those companies in which it develops its business model) are defined.

To this end, the Code facilitates the knowledge and application of the ABEI Group's business culture, firmly rooted in the fulfillment of human and social rights and in the effective integration into the Group of the entire group of employees, with respect for their diversity. Likewise, it establishes the principle of due diligence for the prevention, detection and eradication of irregular conduct, whatever its nature, comprising, among others, the analysis of risks, the definition of responsibilities, the training of employees and, where appropriate, of third parties directly related to the Group, and the formalization of procedures, in particular, for the notification and immediate elimination of irregular conduct.

It takes into account the principle of criminal liability of legal persons, contained in the legal system of various jurisdictions where the ABEI Group operates and prevents the existence of behaviors that may determine the responsibility of the Group among its legal representatives, administrators, employees or by any other person who is subject to the authority of the Group's personnel.

## **2. MISSION, VISION AND VALUES**

### **2.1. Mission**

The objective and purpose of the ABEI Group is to provide the Group with comprehensive solutions



and services in engineering, energy, construction, environment and concessions, efficient and with a high level of technical content. Achieving an increase in value in the different activities that ABEI Group performs, as well as making investments that contribute to long-term sustainable



development. Providing services with optimal standards of quality, cost and time, being a socially responsible company.

## **2.2. Vision**

To be a benchmark in the creation and management of engineering, energy, construction, environment and concessions solutions and services that contribute to the sustainability and well-being of society and promote its economic development, generating value for all its stakeholders.

With the aim of providing more efficient solutions to customers and, by extension, to society under the premise of continuous improvement in the approach of pursuit of excellence, advancing in diversification to achieve solid growth based on globalization.

## **2.3. Values**

The values of the ABEI Group are:

- Responsible growth.
- Commitment to society.
- Closeness and commitment to customers.
- Social responsibility.
- Quick decision making.
- Enhance the talent of human capital.
- Environmental responsibility.
- Corporate stability.
- Independence.
- Flexibility and adaptation to change.

The values of the Code of Conduct are:

- Support for and respect for internationally recognized human rights.
- Ethical behavior in accordance with national and international laws.
- Respect and defense of the work done in Grupo ABEI, the rights of its workers and third parties.
- Respect for the environment.
- Respect for the interests of other people related to ABEI, including customers, suppliers, authorities, shareholders and the general public.
- Honesty, integrity and professionalism in the development of business activities.
- Caution in the development of activities, when taking risks, and in our affairs with customers and suppliers.

### **3. SCOPE OF APPLICATION**

The Code applies to all the companies that make up the ABEI Group and binds all its personnel, regardless of the position and function they perform.

The application of the Code may be extended to any natural and/or legal person related to the ABEI Group when this is convenient for the fulfillment of its purpose and is possible due to the nature of the relationship.

The Code will be notified personally to all its directors, officers, employees and any person representing it, when required by the nature of their relationship, who must assume in writing the commitment to comply with it. Likewise, the obligation to comply with it will be expressly included in the employment contracts of the employees, to whom a copy will be given on the occasion of their incorporation into the Group through or through an addendum to the existing contract, in the case of those already incorporated.

### **4. GENERAL PRINCIPLES**

The Code of Conduct is defined as an ethical commitment that includes basic principles and standards for the proper development of relations between the ABEI Group and its main stakeholders wherever it carries out its business activities.

The Code is based on the following principles:

- All ABEI Group operations will be developed under an ethical and responsible prism.
- Compliance with the legislation in force in each country is a necessary presupposition of this Code.
- The behaviour of employees of the ABEI Group shall conform to the spirit and letter of this Code of Conduct.
- All persons, natural and legal, who directly or indirectly maintain any labor, economic, social and / or industrial relationship with the ABEI Group, will receive fair and dignified treatment.

All the activities of the ABEI Group will be carried out in the most respectful way with the environment, favoring the conservation of biodiversity and the sustainable management of natural resources.

### **5. COMMITMENTS TO RESPONSIBLE CONDUCT AND PRACTICES**

#### **5.1. Compliance with applicable legislation and internal regulations**

Regulatory compliance is a necessary presupposition of this Code. All employees of the ABEI Group must comply with the legislation in force in each of the countries in which they operate. The application of the Code in no case may imply the breach of the legal provisions in force in the countries where the ABEI Group operates.



All employees of the ABEI Group must comply with the rules and procedures of the Group, as well as the instructions that may be approved in their development.

## **5.2. Employee Relations**

ABEI Group considers people as a key business factor, defends and promotes compliance with human and labor rights and is committed to the application of regulations and good practices in terms of employment conditions, health and safety in the workplace.

The company's personnel will collaborate in strict compliance with applicable labor standards and in the prevention, detection and eradication of irregularities in this area. All employees are obliged to act, in their employment relations with other employees, according to criteria of respect, dignity and justice, taking into account the different cultural sensitivity of each person and not allowing any form of violence, harassment or abuse at work, or discrimination based on race, religion, age, nationality, gender or any other personal or social condition alien to their conditions of merit and ability, with special consideration towards the care and labor integration of people with disabilities or handicaps.

All employees are responsible for strictly complying with occupational health and safety standards, and for ensuring their own safety and that of those affected by their activities.

The consumption of substances that could affect the proper fulfillment of professional obligations is prohibited.

## **5.3. Customer Relations**

All employees are obliged to act, in their relations with customers, according to criteria of consideration, respect and dignity, taking into account the different cultural sensitivity of each person and not allowing discrimination in treatment based on race, religion, age, nationality, gender or any other personal or social condition prohibited by law, with special consideration towards the care of people with disabilities or handicaps.

## **5.4. Relationships with suppliers, contractors and collaborators**

The employees of the ABEI Group will interact with its suppliers, contractors and collaborators of goods and services in a lawful, ethical and respectful manner.

The selection of suppliers will be governed by criteria of objectivity and transparency, reconciling the Group's interest in obtaining the best conditions, with the convenience of maintaining stable relationships with ethical and responsible suppliers.

All suppliers working with the ABEI Group must commit to respecting the human and labor rights of all contracted employees, strictly complying with labor and risk prevention standards and

committing themselves to the detection and eradication of irregularities in this matter. Suppliers must also commit to engaging and transmitting these principles to their business partners. The violation of any of these principles will not be in any case accepted by the ABEI Group.

The activities in terms of purchases and supplies will be carried out in strict compliance with the rules and procedures in force of the Group. All decisions taken in this area must be substantiated, in the sense that they must be justifiable, verifiable and verifiable in the event of review by third parties or by the ABEI Group's own control bodies.

ABEI Group may offer, grant, request or accept, directly or indirectly, gifts or gifts based on the provisions of the Group's **Gifts Policy**, thus preventing them from influencing the decision-making process related to the performance of the functions derived from their position.

Any gift or gift received in contravention of this Code or the Group's Gift Policy must be immediately returned and communicated to the Compliance Officer. If it is not reasonably possible to return the gift or gift, it will be delivered to the Human Resources area which, after issuing the corresponding receipt, will allocate it to purposes of social interest.

#### **5.5. Shareholder Relations**

ABEI Group expresses its purpose of creating value for its shareholders and, therefore, will act accordingly to preserve, protect and increase the assets, rights and legitimate interests of shareholders, respecting the commitments assumed and combining social integration and respect for the environment.

The information provided to shareholders shall be truthful, complete and adequately reflect the situation of the Group.

#### **5.6. Relations with authorities and officials**

The employees of the ABEI Group will interact with the authorities and public institutions, in those countries in which they carry out their activities, in a lawful, ethical, respectful manner and aligned with international provisions for the prevention of corruption and bribery. Those employees who have a relationship with representatives of public administrations must be specifically authorized by the Group.

As a general rule, no employee of the ABEI Group may offer, grant, solicit or accept, directly or indirectly, gifts or gifts, favours or compensation, whatever their nature, or from any authorities or officials, in particular if:

- Create a sense of obligation, or
- They influence the professional judgment of the other party or give such a feeling.



Only gifts and hospitality of low value that are proportionate and reasonable according to the Group's Expense Policy are exempt from the previous rule . Based on this policy, these must be transparent, delivered on the grounds of legitimate interests, socially acceptable, and sporadic, to avoid that their content or regularity could lead an independent third party to doubt the good faith of the employee or the Group. Cash gifts are expressly prohibited.

It is the responsibility of each employee to know and properly assess local practices, taking into account the interest and good reputation of the Group. In case of doubt, the Compliance Officer should be consulted.

The employees of the ABEI Group will refrain from making payments to facilitate or expedite procedures, consisting of the delivery of money or other things of value, whatever their amount, in exchange for ensuring or expediting the course of a procedure or action whatever its nature, before any judicial body, public administration or official body.

#### **5.7. Environmental commitment**

The commitment to the environment is a priority objective in the field of social responsibility of the ABEI Group. Energy is a fundamental part of the economic activity and social life of any society and, therefore, energy development has to be developed in a planned and responsible manner. ABEI Group is committed to scrupulous compliance with international, national, regional and local environmental legislation. Likewise, it will extend the practices of environmental care and pollution prevention to subcontractors within the work execution process.

ABEI Group bases its activity on compliance with the following principles:

- Protection and conservation of the environment.
- Commitment to continuous improvement and pollution prevention.
- Commitment to comply with the legislation applicable to its activities and the requirements of its customers and other interested parties.
- Rational use of resources, reducing the production of waste and ensuring that its disposal respects the environment, and also reducing the raw materials and energy consumed.
- Cooperation with qualified authorities and bodies in the development of provisions aimed at protecting the community, employees and the environment.
- Promotion, at all levels of employees, of a sense of responsibility in relation to the environment.
- Assessment of environmental risks in all activities.
- Realization of environmental improvement programs.



#### **5.8. Use and protection of ABEI Group assets**

The ABEI Group and its employees will always seek, within their scope of action and their obligations, the greatest protection of all assets and rights that constitute the assets of the companies of the ABEI Group, preserving the confidentiality of the information related to it, which may only be used in relation to the activities of the Group. Employees are responsible for protecting the Group assets entrusted to them and preserving them from any loss, damage, theft or illegal and dishonest use.

The use of the assets of the ABEI Group for personal benefit is not allowed except those contemplated in the specific policies approved by the Group (for example: in the **Vehicle Policy**). At the same time, participation in personal activities during working hours is not allowed when they interfere or prevent the fulfillment of work responsibilities.

#### **5.9. Use of computer equipment and means**

When using computer equipment and means, personnel shall act in accordance with the principles of diligence and correctness and shall comply with the Group's internal security rules and procedures.

In particular, in the use of computer equipment made available to employees, the following guidelines must be observed:

- **Proper use of computer tools**

Employees must make use of computer tools (email, internet, telephone, fax, etc.) in conditions compatible with the development of the position and the functions they perform. They will not be used for personal benefit, nor for actions that may affect the reputation or image of the Group. Employees can only access computer systems that they are authorized to use.

Communications that may be made through computer tools must not contain offensive or defamatory statements.

The user of any computer or communication media owned by the ABEI Group may not disclose or transmit illicit, sexist, abusive, defamatory, obscene, racist, offensive, pornographic or any other type of offensive information or not authorized by law.

The intellectual and industrial property created by ABEI employees, whether or not it is a computerized process, will be the property of the company to which it belongs. All employees must strive to protect the patents, trademarks, copyrights, trade secrets and other information subject

to an intellectual and industrial property right of the ABEI Group. Likewise, it is essential that we respect the legitimate intellectual and industrial property rights of third parties.

Security measures and access to computer equipment must be respected. And private email is not allowed for Group business and correspondence.

- **Theft or misappropriation of assets**

ABEI Group makes available to its employees the necessary resources for the performance of their professional activity. Misappropriation and misuse of these assets will be criminally prosecutable.

#### **5.10. Prevention of money laundering**

ABEI Group will comply with the national and international provisions issued to prevent money laundering. In this sense, commercial relations will not be established with persons or entities that do not comply with the aforementioned regulations or that do not provide adequate information in relation to compliance with it.

The Group's Employees will pay special attention to cash payments that are unusual due to the nature of the operation, those made by bearer checks or those made in currencies other than those previously agreed, communicating through the channels and procedures established in this Code of Conduct those that are irregular.

### **6. COMPLIANCE WITH THE CODE BY THE SUPERVISORY AND SURVEILLANCE BODY**

In order to ensure compliance with this Code, there is a Supervisory and Surveillance Body composed of:

- The person in charge of the Legal area.
- The person in charge of the Human Resources area.
- The person in charge of the QHSE area.

The Supervisory and Supervisory Body may act on its own initiative or at the request of any employee of the ABEI Group, manufacturer, supplier or third party with a direct relationship and legitimate commercial or professional interest, upon complaint made in good faith.

To this end, communications made under this Code, whether they contain complaints of non-compliance or queries regarding its interpretation or application, may be sent to the Group through the Internal Information Channel implemented for this purpose.

The Supervisory and Supervisory Body reports to the Management Board and has the following basic functions:

- Supervision of compliance with and internal dissemination of the Code among all ABEI Group personnel.
- The receipt of all types of writings, related to the application of the Code and its referral, where appropriate, to the body or Department of the company to which its processing and resolution must correspond.
- The control and supervision of the processing of files and their resolution.
- The interpretation of the doubts raised by the application of the Code.
- The preparation of an annual report in which its application is analyzed.
- The supervision of the Internal Information Channel and compliance with its procedure.

In the exercise of its functions, the Supervisory and Supervisory Body shall ensure:

- The confidentiality of all data and background handled and the actions carried out, unless by law or judicial requirement the referral of information proceeds.
- The exhaustive analysis of any data, information or document based on which its action is promoted.
- The instruction of a procedure appropriate to the circumstances of the case, in which it will always act independently and with full respect for the right to a hearing and the presumption of innocence of any person affected.
- The indemnity of any complainant as a result of the presentation of instances or complaints in good faith to the Supervisory and Monitoring Body.

The Supervisory and Surveillance Authority shall have the necessary means to ensure the implementation of this Code.

The decisions of the Supervisory and Supervisory Body shall be binding on the ABEI Group and on the employee.

#### **7. COMMUNICATION OF BREACHES THROUGH THE INTERNAL INFORMATION CHANNEL**

ABEI Group has enabled an Internal Information Channel so that managers, employees and third parties who work with and for the Group, can report knowledge or suspicion of an irregular practice or contrary to the rules, procedures or values of the ABEI Group.

ABEI Group has developed the Internal Information Channel Policy through which the basic rules and principles governing the operation and management of the Canal have been established. Likewise, the guidelines for action before the reception of communications by the Head of the Internal Channel have been reflected in the Communications Management Procedure of the Internal Information Channel of Grupo ABEI.

This procedure is performed following the following guidelines:

- a. The communication will be made by the informant by accessing the ABEI Group website, selecting the "ABEI Group Information Channel" section, which will redirect him to a tool in which he will be informed before being able to make any type of communication about his rights in terms of data protection, and guarantees as an informant.
- b. In the event of a possible irregularity, the Channel Manager (with the help, where appropriate, of a collaborator depending on the type of infraction reported), must carry out a thorough analysis of the information received as well as the documentation attached to it.
- c. If it deems it appropriate, it will request that more information be provided.
- d. Based on the information received, the Head of the Canal will decide whether or not to initiate an investigation if the facts communicated constitute an irregularity and will coordinate the actions to be carried out until the final resolution.
- e. This Channel may serve as a channel for raising queries or doubts that will be resolved by the Head of the Channel.

## **8. DISCIPLINARY REGIME**

Failure to comply with this Code may result in the commission of an infringement provided for in the legal, corporate and labor regulations, will lead to the adoption of the appropriate disciplinary measures or actions, including dismissal or termination of a contract.

Once an infringement has been detected, the Group must react either by notifying the competent authorities of the alleged infringement, or by sanctioning within the Group if the infringement is recognised within the scope of the applicable Collective Bargaining Agreement, or both at the same time in such a way as if a criminal offence of sufficient importance is detected (which may compromise the Group's criminal liability or reputation). The disciplinary sanction of labour could be carried out, without prejudice to the criminal investigation that is carried out.

In any case, disciplinary sanctions, in order to strengthen the surveillance of the Criminal Compliance Model, must be proportionate and predictable.

Likewise, after the detection of any infringement, the Group will carry out an analysis of the situation, of the circumstances that may have facilitated the commission of the same and, in view of this, new measures or changes in operational or compliance procedures will be adopted to try to avoid its commission in the future.



## **9. ENTRY INTO FORCE AND DURATION**

This Code shall enter into force after its approval by the Board of Directors and its publication on the Group's intranet: [www.abeienergy.com](http://www.abeienergy.com)

The validity of this Code will be communicated by email to the directors, managers, employees of the Group (who must confirm their reading and receipt of the communication by the same means) and future employees (who must sign it as an Annex to their employment contract).

The Code will be sent to all directors, direct and employees and will be subject to appropriate communication, training and awareness actions for its timely understanding and implementation throughout the Group.