

# GENERAL CODE OF CONDUCT

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# TITLE I. SCOPE OF APPLICATION OF THE GENERAL CODE

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## I.1. Scope of the General Code

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The General Code of Conduct (hereinafter, the “Code” or the “General Code”) contains the catalog of ethical principles and rules of conduct that must govern the actions of all employees of Grupo Konectanet, S.L.U. and of all corporations of its group (hereinafter, all of them will be jointly designated “Konecta”).

The scope of activity and application of the General Code may, in addition, be extended to all those physical persons and/or legal entities connected in business or professionally with Konecta.

## I.2. Persons Subject

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This General Code is applicable to the members of the administrative bodies and all employees of Konecta.

It must therefore be adhered to by all employees of the company, managers, and members of the administrative bodies, regardless of the position or function within the organization or geographical location.

Equally, persons with employees under their responsibility must:

- Encourage compliance by example.
- Make sure their team knows, understands and applies the code of ethics.
- Support their workers in case of ethical conflicts, so that they can take the best decision and make them aware of their obligations and the need to attend training sessions.

Hereinafter, these persons will be known as, “Persons Subject to the Code”.

## I.3. Obligation to know and comply with the General Code

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Persons Subject to the Code have the obligation to know and comply with the General Code and to collaborate in facilitating its implementation in Konecta, including the communication to the Compliance Committee of any noncompliance of the Code they are aware of.

Persons Subject to the Code are obliged to attend, taking advantage of and participating in all those training actions to which they are called, in order to obtain adequate knowledge of the General Code for its correct execution.

#### **I.4. Control of application of the Code**

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1. The Konecta Human Resources Department will oversee the correct communication of the General Code to all employees and to the persons who, due to any circumstance of those mentioned in section 2, must be subject to its rules, clearly informing of the subjection of all employees to said Code.
2. The management of Human Resources and of Compliance will periodically inform the Compliance Committee of the monitoring and compliance of the rules by the Persons Subject to the Code.
3. The communications provided for in this Code, as well as the enquiries of the Subjects to the same, will be addressed to the Compliance Committee in general, except for those for which their submission is assigned to another department or different persons.

# TITLE II. GENERAL ETHICAL PRINCIPLES OF KONECTA

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The ethical principles of the organization, the good corporate government and the professional ethics of Persons Subject to the Code constitute pillars upon which the activity of Konecta is based.

All actions of Persons Subject to the Code, as a consequence of their connection with Konecta, must be guided by ethical values, among which are the following:

## **II.1. Equal opportunity and non-discrimination**

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A basic principle of conduct in Konecta is to provide the same opportunities in access to work and in professional promotion, ensuring at all times the absence of situations of discrimination for reasons of sex or sexual orientation, race, religion, origin, civil status or social condition.

Consequently, Persons Subject to the Code that are involved in processes of hiring, selection and/or professional promotion will be guided by objectivity in their actions and decisions.

Equal opportunity will be promoted at all times and it will be a basic objective to identify those persons most suited to the profile and needs of the position to be covered.

## **II.2. Respect for persons**

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Harassment, abuse, intimidation, discrimination, lack of respect and consideration or any other type of physical or verbal aggression are unacceptable and will not be allowed or tolerated in work; likewise, Konecta will ensure non-discrimination of people with disabilities, fully rejecting any conduct contrary to these principles.

Those Persons Subject to the Code with personnel under their supervision in the different Departments or business areas of Konecta, must, with the means available to them, promote and ensure that said situations do not occur.

All Persons Subject to the Code and especially, those who perform management and organizational functions in Konecta, will always promote, and at all professional levels, relations based on respect for the dignity of others, participation, equity and reciprocal

collaboration, propitiating a respectful work environment in order to achieve a positive working climate.

### **II.3. Reconciliation of work and personal life**

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In order to develop the commitment of corporate social responsibility assumed by Konecta to improve the quality of life of the employees and of their families, the Persons Subject to the Code will promote a working environment compatible with personal development, helping the people of their teams to reconcile, in the best way possible, the requirements of work with the needs of their personal and family life.

### **II.4. Occupational risk prevention**

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Konecta, aware of the importance of the safety and health of the workers, establishes as a fundamental pillar, the achievement of physical, mental and social well-being within the preventive culture of the company.

For this reason, the Persons Subject to the Code will, at all times, respect the preventive measures implemented by the company in the area of safety and health, assuming the procedures in Risk Prevention established by the organisation and complying with the preventive functions associated with their position, as indicated in the Konecta Prevention Plan.

### **II.5. Environmental protection and policies of social and environmental responsibility**

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Persons Subject to the Code, in the area of their responsibilities, must be committed actively and responsibly to the protection of the environment, respecting the legal requirements, and striving to reduce the environmental impact of their activities.

### **II.6. Collective rights**

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Persons Subject to the Code will respect the legally recognized rights to organize, rights of association and of collective bargaining, as well as activities that are carried out by the representative organizations of the workers, according to their legally attributed functions and responsibilities, with whom they will maintain a relationship based on mutual respect.



# TITLE III. GENERAL GUIDELINES OF CONDUCT

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## Compliance with the regulations (general and internal) and ethical behavior

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1. Persons Subject to the Code will comply with both the general provisions (laws, regulations, etc.) and the internal regulations of Konecta that are applicable to their activity.
2. All Persons Subject to the Code who are suspected, charged or accused in a criminal judicial procedure must inform the Human Resources Management as soon as possible. Likewise, the Persons Subject to the Code must inform the managements of Compliance and of Human Resources of the existence of administrative inquiries that affect them, whether as alleged perpetrators, witnesses or for other reasons, that are processed by the authorities or bodies supervising the activity of the Konecta companies, even when the participation in said inquiries is not derived from their professional performance.
3. Moreover, the Persons Subject to the Code will display professional conduct that is upright, impartial, honest and in conformity with the principles of corporate social responsibility of Konecta. They will abstain from participating in illegal or immoral activities or from attracting business to Konecta by performing said activities.

### III.2 Responsibility

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Persons Subject to the Code will use their technical and professional capacity and the appropriate sound judgment and care in the performance of the tasks assigned to them.

In particular, and notwithstanding said general rule:

1. They will be responsible for achieving the necessary training for the best performance of their functions.
2. They will be subject to the applicable external and internal regulations according to the type of functions they must perform.
3. They will respect the internally established policies and procedures.
4. They will observe the rules relating to occupational safety and hygiene, with the aim of preventing and minimizing occupational risks.
5. Report when becoming aware of behaviors not consistent with our principles and ethical values.

6. Protect intellectual property, trademarks and licenses, both belonging to Konecta and to others with which we interact.
7. Take care of Konecta's available resources.

### **III.3 Commitment to Konecta**

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Persons Subject to the Code will always act in the interest of Konecta, making appropriate use of the means at their disposal and avoiding actions that may cause it harm. They will abstain from using business opportunities of interest to Konecta in their own benefit.

# TITLE IV. GUIDELINES OF CONDUCT FOR SOME SPECIFIC SITUATIONS

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## TITLE IV. CHAPTER I. CONFLICTS OF INTEREST

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### IV.I.1 General rules

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Persons Subject to the Code will always act in a manner that their particular interests, those of their family or of other persons associated with them do not have priority over those of Konecta or its customers. This pattern of conduct will be applied both in the relations of the Persons Subject to the Code with Konecta, and in those maintained with its customers, the suppliers or any other third party.

### IV.I.2 Relationship with Konecta

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Persons Subject to the Code will abstain from participating (whether in decision-making or in functions of representation of Konecta) in transactions of any type carried out by an entity of Konecta in which any personal interest, or interest of any associated person, coincides.

### IV.I.3 Supplier relationships

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1. Persons Subject to the Code and very especially, those who participate in decisions regarding the contracting of supplies or services or the fixing of economic conditions, will avoid any type of interference that may affect their impartiality or objectivity with regard to said decisions.
2. Whenever possible, relations of exclusivity will be avoided.
3. The contracting of external supplies and services must be done in accordance with the established internal procedures.
4. Relations of the Persons Subject to the Code with the suppliers will be respectful, legal and ethical, and their selection will be governed by criteria of objectivity and transparency.

#### IV.I.3. A. Application of the General Code to Suppliers

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All the suppliers who work or wish to work with Konecta must comply with the General Code and the current regulatory, labor, tax, risk prevention and environmental legislation, as well as agreeing to respect human rights.

The suppliers of Konecta, as well as its subcontractors, must comply with the provisions of the General Code and the current applicable legislation relative to the areas covered by the same.

The Supplier must state the obligatory nature of compliance with the Code in his/her agreements with his/her subcontractors.

The Supplier will inform Konecta without delay of any noncompliance or suspicion of noncompliance of the Code of Conduct. If a supplier or subcontractor observes, knows of, or suspects activities that can infringe this General Code, he/she must send the information available by electronic mail to the address: *proveedores\_clientes\_canaldenuncias@grupokonecta.com*.

In the event that the supplier detects a noncompliance of the Code, he/she, after sending written notification to Konecta by the channel provided for this purpose, must correct it if possible, as soon as possible. If said noncompliance is not corrected within the thirty (30) days following said notification, the Supplier will be considered to have failed to fulfil his/her obligations and Konecta will have the right to rescind the contract that , as applicable, it has subscribed with said supplier, in accordance with the provisions established in the same.

The supplier must at all time be up to date regarding the modifications and updates of the General Code. Konecta will publish the Code as well as any modifications or updates of the same in its website: *www.grupokonecta.com*.

Konecta will have the right to perform audits in accordance with this section to verify compliance with the Code by the supplier.

#### **IV.I 4 Customer relationships**

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1. Persons Subject to the Code will act in the interests and aims of the different customers of Konecta, always respecting those of Konecta to achieve mutual benefit. The implementation of improvements will be sought, to obtain the efficiency of the services and better performances.

2. Respect for principles that must govern the conduct of the Persons Subject to the Code will be considered basic:

- Respect for good contractual faith between the parties and
- Maintenance of the confidentiality of relations.

3. Persons Subject to the Code that know of a possible conflict of interests between several customers will immediately inform the Commercial Management of Konecta as well as the customers involved, in order that they may adopt the appropriate measures according to each specific case.

4. All customers of Konecta will be treated equally without favouritism or privileges.
5. Persons subject to the Code agree to work for excellence and to offer services of high quality, in which the safety and satisfaction of the customers are assured.

#### **IV.I.4.A. Application of the General Code to customers**

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All customers who work with Konecta must comply with the General Code and the current regulatory, labor, tax, risk prevention and environmental legislation as well as agreeing to respect human rights.

The customer must comply with the provisions in the code and the current applicable regulations relating to the areas covered by the same.

The customer will inform Konecta without delay of any noncompliance or suspicion of noncompliance of the Code of Conduct. If a customer observes, knows of or suspects activities that may infringe this General Code, he/she must report the information available by electronic mail to the address: *proveedores\_clientes\_canaldenuncias@grupokonecta.com*.

In the event that the customer detects a noncompliance of the Code, he/she, after notifying Konecta in writing by the channel provided for this purpose, must correct it if possible, as soon as possible.

The customer must, at all times, be up to date regarding the modifications and updates of the General Code. Konecta will publish the Code, as well as any other modifications or updates of the same on its website: *www.grupokonecta.com*.

#### **IV.I.5. Gifts or commissions**

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1. Soliciting or acceptance of any type of payment, commission, gift or compensation for services provided by Konecta is prohibited, as well as otherwise obtaining advantage from the position held in the same for personal benefit.
2. No Person Subject to the Code may solicit or accept any type of payment, commission, gift or compensation in relation to their professional activity Konecta and that is derived from customers, suppliers, intermediaries or any other third party.

Not included in said limitation:

- a) Publicity objects of little value.
- b) Normal invitations that do not exceed the limits considered reasonable in the usual, social and courtesy uses.

c) Occasional attentions due to specific causes and exceptional (such as Christmas or wedding gifts), as long as they are not in monetary form are within modest and reasonable limits.

3. Any invitation, gift or attention that, due to its frequency, characteristics may be interpreted by an observer as done with the will to affect the impartial criteria of the receiver will be rejected and made known to the Compliance Committee.

4. No Person Subject to the Code may, of themselves or through another person, borrow money or receive any other type of financial facility of customers, suppliers, intermediaries, counterparts or any other third party, unless said operations take place in the framework of a commercial relationship with a financial entity or from family relations.

## **TITLE IV. CHAPTER II. CONTROL OF INFORMATION AND CONFIDENTIALITY**

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### **IV.II.1 General duty of secrecy**

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1. In general, the Persons Subject to the Code must maintain professional secrecy with regard to all non-public data or information they know as a result of the practice of their professional activity, whether from or in reference to customers, suppliers, to Konecta, to other employees or directors or any other third party.

As a result, and notwithstanding the foregoing general rule:

1. Said data or information must be used exclusively for the performance of their professional activity in Konecta; they may only be provided to those other professionals who need to know it for the same purpose and will abstain from using it in their own benefit.
2. The information relating to other employees, directors and board members, including, as applicable, that which is relating to remunerations, evaluations and medical examinations will be protected with the same standards as the confidential information of Konecta customers.

Likewise, technologies, methodologies, know-how and industrial, commercial or strategic secrets belonging to the company, its customers or suppliers shall not be disclosed or transferred to third parties upon access to information that represents a lawful trade secret.

3. This obligation to secrecy continues even when the relationship with Konecta has ended.

4. The indications in the foregoing paragraphs are understood as notwithstanding compliance with requirements formulated by competent authorities according to applicable regulations.

In case of doubt the Compliance Committee will be consulted.

#### **IV.II. Personal data protection**

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Persons Subject to the Code are obliged to respect the personal and family privacy of all people, both of employees and of any other people to whose data there is access derived from the activity of Konecta, which must encompass the personal, medical, and economic data or data of any other nature that in any way can affect the private and personal sphere of its owner.

All data of personal nature will be treated in an especially restrictive way, so that:

- Only the Persons Subject to the Code duly authorized by their functions will have access to said data to the extent in which it is necessary.
- Computer processing and use is done in such a manner as to ensure its security, veracity and accuracy, the right to privacy of people and compliance with the obligations of Konecta that are applicable according to regulations.

### **TITLE IV. CHAPTER III. EXTERNAL RELATIONS AND RELATIONS WITH AUTHORITIES**

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#### **IV.III.1. Dissemination of information**

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1. Persons Subject to the Code shall abstain from transmitting, on their own initiative or at the request of third parties, any information or news about Konecta or third parties to the media, and must contact, to that end, the Communication Department.
2. Persons Subject to the Code will avoid the dissemination of comments or rumors.

#### **IV.III.2. Relationship with Authorities**

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Persons Subject to the Code will maintain an attitude of respect and collaboration with the representatives of the authorities in the framework of their responsibilities and always within the framework of the Law and under the principles and values described in this Code.

#### **IV.III.3. Political or associative activities**

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1. The association, pertinence or collaboration with political parties or with another type of entities, institutions or associations with public aims or that surpass those of Konecta as well as contributions or services to the same, must be done in such a manner that their personal character is clear and any involvement with Konecta is avoided.

2. With the sole purpose of determining the existence of incompatibilities or restrictions between the tasks developed for Konecta and, those which could be exerted by a Person Subject to the Code as a result of being elected for public office, the latter must inform Human Resources Management prior to accepting said position.

In no case should this request for information from Konecta be understood as a limitation or restriction of the fundamental rights and civil liberties of the Person Subject to the Code.

#### **TITLE IV. CHAPTER IV. KONECTA ASSETS**

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##### **IV.IV.1. Protection of Konecta assets**

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1. Persons Subject to the Code will ensure that the assets of Konecta do not suffer any damage.
2. They will protect and care for the assets they dispose of those to which they have access, which will be used suitably for the purpose of the professional functions for which they have been given.
3. They will not make any type of disposal or encumbrance on the assets of Konecta without the appropriate authorisation.
4. They will ensure that expenditures will strictly adapt to the needs.
5. They will comply with all of the internal control procedures established by Konecta to protect the assets.
6. They will not perform any act of divestment, transmission, cession or hiding of any property owned by Konecta with the purpose of eluding the fulfilment of the responsibilities of the same with regard to their creditors.

#### **TITLE IV. CHAPTER V. PREVENTION AND CONTROL OF MONEY LAUNDERING**

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##### **IV.V.1. Prevention and control of money laundering**

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Konecta shall refrain from carrying out any transaction with natural or legal persons designated by state agencies, entities or foreign governments allegedly related to illicit capital movements and, in general, with all those where there are doubts about the legality of their activities, both commercial and personal, prioritizing in business and contracts the ethical principles of the company to achieve commercial goals.

The subjects of the Code must ensure in the development of their activities compliance with policies and procedures aimed at preventing and controlling money laundering and the financing of terrorism, for which the following should be taken into account:



- Ensure that customers linked to the company meet requirements of quality and character such that there is always a recognized moral integrity and a lawful and transparent activity. Customers' economic capacity must be consistent with their activity and with the movements or transactions in the entity.
- When becoming aware of a supplier customer's suspicious activity and it is decided that the business relationship between the customer and the company should not be extended, immediate notice should be given to the higher level officials in order to unify the criterion, prevent unfavourable impacts and report the case to the competent authority.
- Ensure compliance with the rules to prevent and control conduct related to this phenomenon and thereby avoid risks in the operation of the company.

#### TITLE IV. CHAPTER VI. ACCOUNTING OBLIGATIONS AND FINANCIAL INFORMATION

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##### IV.VI.1. Accounting obligations

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1. The financial information of Konecta will be prepared with reliability and rigor, ensuring that:
  - i) The transactions, facts and all other events included in the financial information effectively exist and have been registered at the appropriate time.
  - ii) The information reflects the totality of the transactions, facts and all other events in which the entity is the party involved.
  - iii) The transactions, facts and all other events are registered and assessed in conformity with the applicable regulations.
  - iv) The transactions, facts and all other events are classified, presented and disclosed in the financial information in accordance with the applicable regulations.
  - v) The financial information reflects, on the corresponding date, the rights and obligations through the corresponding assets and liabilities, in conformity with the applicable regulations.
2. The financial information includes all the accounting and economic information that Konica presents in the Commercial registry.

##### IV.VI.2. Internal controls

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1. All internal control procedures established by Konecta to ensure correct accounting of the transactions and their appropriate reflection in the financial information published by Konecta will be complied with.

2. When preparing the financial information, the areas of Konecta responsible for each activity, must ensure that they have complied with the controls established by Konecta and that the information supplied is correct.

## **TITLE IV. CHAPTER VII. CORRUPT CONDUCT**

### **IV.VII.1. Corruption of public officials**

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1. The delivery, promise or offer of any type of payment, commission, gift or compensation to any authorities, public officials or employees or managers of companies or public bodies, is prohibited, whether made directly to them or indirectly through people or companies associated with them or intermediaries, whether having as recipient the public official or employee or another person indicated by said person. This prohibition refers both to the public authorities, officials or employees of Spain, and of any other country.

2. Said deliveries, promises or offers are prohibited, whether made directly by a company of Konecta or if made indirectly through partners, collaborators, agents, intermediaries, brokers, advisors or any intermediaries.

3. Unless due to their frequency, characteristics or circumstances, they could be interpreted by an objective observer as facts with the will of affecting the impartial criteria of the receiver, they are not included in this prohibition as long as they comply with the guidelines established in the Konecta protocol regarding this subject:

a) Publicity objects of little value.

b) Normal invitations that do not exceed the limits considered reasonable in the usual, social and courtesy uses.

c) The occasional attentions due to specific and exceptional causes (such as Christmas gifts), as long as they are not in monetary form and are within modest and reasonable limits.

d) Invitations to sports or cultural events sponsored by Konecta, on the conditions established by corporate policy on this subject.

4. Persons Subject to the Code must reject and make known to the Compliance Committee any request by a third party for payments, commissions, gifts or compensations of those mentioned in the foregoing point 1.

### **IV.VII.2. Agents, intermediaries and advisors**

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The use of agents, intermediaries or advisors in transactions or contracts in which, in any way, a public Administration, a public body or a public company, intervenes, either of Spanish or foreign nationality, will require the adoption of the following measures:

1. Whenever possible, entities of known prestige in the market or sector involved will be used as agents, intermediaries or advisors and if feasible, leading companies, especially when the compensation of the agent, intermediary or advisor is linked to the success of the transaction or contract.
2. Mechanisms of due diligence will be implemented to attempt to know, to a reasonable extent, the persons participating and their collaborators, in order to choose the most suitable persons, reasonably ensuring that they are trustworthy and consequently, do not carry out activities that may involve risks, economic harm or jeopardize the reputation and the good image of Konecta.
3. The agent, intermediary or advisor who is finally contracted will be informed of the prohibitions established in this chapter. Stipulations will be included in the contracts that are subscribed with the agents, intermediaries or advisors in which said prohibitions are expressed specifically and clearly.

#### **IV.VII.3. Corruption between individuals**

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1. The delivery, promise or offer of any type of payment, commission, gift or compensation to any employees, managers or administrators of other companies or entities, is prohibited, whether made directly or indirectly to them through persons or companies associated with them with the purpose, in noncompliance with their obligations in the contracting of products, services or sale of goods, of favoring Konecta with respect to their competitors.
2. Said deliveries, promises or offers are prohibited, whether made directly by a company of Konecta or if made indirectly through partners, collaborators, agents, intermediaries, brokers, advisors or any intermediaries.
3. Unless, due to their frequency, characteristics or circumstances they could be interpreted by an objective observer as deliberate acts to affect the impartial criteria of the receiver, the following are not included in this prohibition:
  - a) Publicity objects of little value.
  - b) Normal invitations that do not exceed the limits considered reasonable in the usual, social and courtesy uses.
  - c) The occasional attentions due to specific and exceptional causes (such as Christmas gifts), as long as they are not in monetary form and are within modest and reasonable limits.
  - d) Invitations to sports or cultural events sponsored by Konecta, on the conditions established by corporate policy on this subject.
4. Persons Subject to the Code must reject and make known to the Compliance Committee any request by a third party for payments, commissions, gifts or compensations of the type mentioned in the foregoing point 1.

## TITLE IV. CHAPTER VIII. TAX OBLIGATIONS

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### IV.VIII.1. Tax obligations of Konecta

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1. Persons Subject to the Code will avoid all those practices that involve the illicit evasion of the payment of taxes at the expense of the Public Treasury.
2. Persons Subject to the Code will avoid, in all cases, use of opaque structures for tax purposes, these being understood to be those in which, through the representation of instrumental companies through tax paradises or territories not cooperating with the tax authorities, they are designed with the purpose of preventing knowledge by the tax authorities of the party ultimately responsible for the activities or the ultimate owner of the properties or rights involved.
3. The Board of Directors or equivalent body will be informed of the tax policies applied by Konecta. Before formulating the Annual Accounts and presenting the Corporate Income Tax return, the Financial Director will inform the Board, directly or through the Audit Commission, of the policies followed during the fiscal year.
4. Notwithstanding, in the event of operations or matters that must be submitted for approval of the Board of Directors or equivalent body, the fiscal consequences of the same will be reported when they constitute a relevant factor.

## TITLE IV.CHAPTER IX. COMPUTER SYSTEMS AND INFORMATION TECHNOLOGY

### IV.IX.1. Rules of the Code of Conduct in the Use of Information and Communication Technologies

1. Persons Subject to the Code will comply strictly with the rules established in the Information and Communication Technologies Conduct Manual.
2. They will pay special attention to computer systems, maximizing the related security measures.
3. They must respect the specific rules regulating use of e-mail, access to Internet or other similar means made available to them, not allowing, under any circumstances, improper use of the same.
4. The creation of, pertinence to, participation in or collaboration by the Persons Subject to the Code in social networks, forums or blogs in Internet and the opinions expressed or declarations that are made in them, will be done in such a manner that their personal nature is made clear. In all cases, the Persons Subject to the Code must abstain from using the image, name or brands of Konecta to open accounts or register in these forums and networks.

## TITLE IV. CHAPTER X. INTELLECTUAL AND INDUSTRIAL PROPERTY RIGHTS

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### IV.X.1. Intellectual and industrial property rights of the Group

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1. Persons Subject to the Code will respect intellectual property and the right of use that corresponds to Konecta in relation to the courses, projects, programs and computer systems; equipment, manuals and videos; knowledge, processes, technology, know-how and, in general, all other works and work performed or created in Konecta, whether as a consequence of their professional activity or that of third parties. Therefore, their use will be in the exercise of professional activity in the same and all the material on which they are supported will be returned when required.
2. They will not use the image, name or brands of Konecta except for the appropriate performance of their professional activity in the same.

### IV.X.2. Third-party rights

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Persons Subject to the Code will likewise respect the intellectual and industrial property rights held by third parties from outside Konecta. In particular, the Persons Subject to the Code will not incorporate, use or employ in Konecta any type of physical or electronic information or documentation pertaining to another company that has been obtained as a result of the performance of a previous job or without due consent.

## TITLE IV. CHAPTER XI. DOCUMENT STORAGE AND PRESERVATION

### IV. XI. 1 Filing, storage and preservation of documents

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Persons Subject to the Code will comply strictly with the internal regulations on filing, storage and preservation of documents.

In all cases, the following documents will be filed and suitably retained for the time established either in the internal regulations or in the commercial contract subscribed with the customer of Konecta, whether on paper or in electronic format:

1. The documents that constitute the support of the accounting entries that reflect the transactions made by Konecta.
2. Those documents that are the support to accredit the correct provision of the services contracted from Konecta by its customers for the legally established time.
3. The records of all the courses that have been taught on the Compliance Program.
4. The documents relating to the reports and the investigations that they result in contained in Title VI.

# TITLE V. APPLICATION OF THE GENERAL CODE

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## CHAPTER I. ORGANIZATION AND FUNCTIONS

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### V.I.1. Compliance Committee

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The execution of the Konecta compliance policy corresponds to the Compliance Committee.

Said Committee will be comprised of:

- The Managing Director or person to whom he/she delegates.
- The supervisor of Legal Consultancy, or the person to whom he/she delegates.
- The Human Resources Supervisor or the person to whom he/she delegates.
- The supervisors of those areas or departments when their intervention is necessary, depending on the question that arises-

The above mentioned delegations must be made, in any case, expressly and in writing. They may be general, or for particular cases, specific.

2. The Regulatory Compliance Committee will approve the sectorial codes and manuals that are developed, will generally interpret them and will adopt the general decisions for the application of said codes and manuals.
3. The Regulatory Compliance Committee will resolve the questions that, due to their complexity, are submitted to it for interpretation by Human Resources Management.

The execution of the Compliance Program and, in general, of the Konecta compliance policy, corresponds to the Compliance Committee.

Consequently, the Compliance Committee will have, among others, the following functions:

1. To carry out the application of this General Code and of all other sectorial codes and manuals of Konecta that may exist.
2. To define and supervise the execution of the training activity about the Compliance Program.
3. To direct the investigations carried out regarding the possible commission of acts of noncompliance.
4. To receive and process the reports made by employees or third parties by virtue of the provisions established in Title VI.

5. To advise in the resolution of questions that arise in the application of the Code, it will prepare an annual report on the application of the Code of Conduct and will report periodically to the Company management regarding the execution of the compliance policy and the application of the Code of Conduct.
6. To annually evaluate the changes that are necessary to introduce in the Compliance

### **V.I.3. Board of Directors**

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The Board of Directors will approve the general Konecta compliance policy and the Compliance Program. The Board of Directors will periodically receive information from the Compliance Commission regarding the application of the Compliance Program.

### **V.I.4. Human Resources Management**

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It is the responsibility of Human Resources Management to make the General Code available to the Persons Subject to the Code, to organize training for adequate knowledge of the same, interpret and respond in general to the enquiries made by the Persons Subject to the Code, as well as the rest of the functions attributed in it.

### **V.I.5. Department and business area Directors**

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The Department and business area Directors will ensure compliance with the General Code in their respective areas.

## **CHAPTER II. CONSEQUENCES IN CASE OF NONCOMPLIANCE**

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### **V.II.1. Noncompliance**

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Noncompliance with the General Code may result in labour sanctions, notwithstanding the administrative or criminal sanctions that may also be applied.

# TITLE VI. WHISTLEBLOWING

## CHANNEL

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### VI.1 Open Door Policy

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1. Any Konecta employee who has knowledge of the commission of a presumably illicit act or of an act of noncompliance of this General Code or of the codes or of any internal manual may communicate it directly to the Compliance Committee.
2. Communication to the Compliance Committee of a presumably illicit action may be made through the Whistleblowing Channel in the Employee Portal .
3. To ensure the maximum effectiveness of the Open Door policy, sufficient publicity will be given to the option of formulating confidential communications.
4. Any supplier and customer who knows of the commission of a presumably illicit act or of an act of noncompliance of this General Code or of the codes or of any internal manual may communicate this directly by electronic mail: *provedores\_clientes\_canaldenuncias@grupokonecta.com*.

### VI. 2. Confidentiality of reports and prohibition of reprisals

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1. The Compliance Management will ensure the confidentiality of the reports they receive.
2. It is strictly prohibited to adopt any measure against an employee Konecta that constitutes a reprisal or any type of negative consequence for having formulated a complaint.
3. The prohibition of reprisals provided in the foregoing paragraph will not impede the adoption of appropriate disciplinary measures when the internal investigation determines that the complaint is false and has been formulated in bad faith.

### V.3. Processing of reports

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#### First phase: identification of the problem

The employee, customer, supplier or collaborator who has known of the existence of irregular conduct or of any noncompliance or violation of the rules established in the Code of Conduct, must report immediately to his/her hierarchical superior, or to the Compliance Committee, regarding said action. Said communication may be made by the means indicated in this Code of Conduct.



### **Second phase: communication**

The employee must contact his/her immediate hierarchical superior, or the Compliance Committee, through the Employee Portal or by any other means that the Committee considers appropriate; appropriate dissemination of which will be given.

In all cases, it is recommended that the person report the action in the most descriptive and Detailed manner possible, indicating references to day/s, incident/s, fact/s and witness/es.

The hierarchical superior, if he/she has been informed of any irregular conduct, must make this known to the Compliance Committee as soon as possible and as a matter of urgency.

### **Third phase: action and investigation**

The Compliance Committee, in view of the communication of the complaint made, will begin investigation proceedings in which the following measures may be adopted:

- Appointing of an internal or external investigator to KONECTA; if the latter is necessary due to the subject matter, who opens the investigative proceedings and drafts an investigation report.
- Personal interview/s with all those persons who may be affected by the irregular conduct.
- Request of reports and documents, necessary for the opening of the proceedings, from departments of the company.
- Request of expert evidence (e.g.: computer evidence) with in-house or external professionals.
- Timely information to the executive management of the company regarding the investigation carried out.

The Compliance Committee will at all times, ensure the confidentiality of the opening of the investigation proceedings and its content.

All departments of the company have the duty to collaborate with the investigator, who may request them to testify, collaborate, document and provide technical support related to their professional activity within KONECTA.

If the complaint is clearly unfounded, or if the illicit activities reported are clearly regular, the Compliance Committee may close the case, justifiably, without proceeding to open any investigation.

In addition to the investigations resulting from the reporting of a violation of the Code of Conduct, the Compliance Committee may act ex officio, and decide the opening of proceedings

for the evaluation of the system of prevention, of investigation in the framework of a process of corporate operation and/or of investigations derived from a serious criminal or administrative charge.

#### **Fourth phase: conclusions**

In view of the instruction of the investigation proceedings, the Compliance Committee will make a findings report that contains the decisions and recommendations to be adopted, if conduct is observed that is noncompliant with the Code of Conduct, and/or the sanction proposal if applicable, which may range from mere reprimand to dismissal in accordance with current labor legislation and may even include criminal charges, if applicable, before the competent authorities.

Otherwise, the investigative proceedings will be filed and closed.

#### **VI. 4. Rules of conduct**

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The Compliance Committee will at all times, ensure maximum respect for the rights of the persons presumably involved in possible noncompliance, as well as the correct processing of personal data that has been provided, ensuring the exercise of the rights of access, modification, cancellation and opposition.

It is considered that the whistleblower acts in good faith, when his/her complaint is made in accordance with the provisions in this Code of Conduct and is based on facts or evidence of which can reasonably infer the commission of irregular, illicit or criminal behavior

Although the whistleblower does not have material evidence or proof, it will not be understood that he/she is not acting in good faith when the report is made without desire of vengeance, to morally harass, cause occupational or professional harm or to damage the honour of the person reported, or that of a third party.

The Compliance Committee will ensure an exhaustive and detailed analysis of the possible noncompliance of the Code of Conduct to ensure its veracity.

Nevertheless, the use of this procedure makes it obligatory to remind that the accusation of acts, with knowledge of their falsehood or with reckless disregard for the truth, may result in criminal or civil liabilities in the terms stated in the current legal system.

The decisions of the Compliance Committee must be duly founded, argued and justified.