

**CODE OF  
ETHICS,  
PROFESSIONAL  
CONDUCT AND  
ANTI-BRIBERY**



## Content

<b>1. General considerations</b>	3
1.1 Presentation of the Code of Ethics, Professional Conduct and Anti-Bribery by General Management	3
1.2 Introduction: mission and objectives	4
1.3 Application scope	4
1.4 Adherence to the Code	5
1.5 Adequacy and interpretation of the Code	5
1.6 Liability of ESCRIBANO MECHANICAL & ENGINEERING, LTD professionals	5
<b>2. General Principles of Business Conduct</b>	7
2.1 Business fairness	7
2.2 Honesty	7
2.3 Professional/Collaborator Integrity	7
2.4 Authority Equity	7
2.5 Fair competition	8
2.6 Quality of service	8
2.7 Prevention of criminal activities	8
<b>3. Professional Conduct code</b>	9
3.1 Conflicts of interest	9
3.1.1 Gifts and Favours	9
3.2 Processing of Information	9
3.2.1 Personal Information	10
3.2.2 Duty of secrecy	10
3.2.3 Use of insider information	10
3.3 Relations with stakeholders	11
3.3.1 Obligation to cooperate with the authorities	11
3.3.2 Media	11
3.3.3 Association and political activities	11
3.3.4 Participation in courses and conferences	11
3.4 Relations with collaborators	12
3.4.1 Selection and recruitment	12
3.4.2 Development of professional life	12
3.4.3 Health and safety	12
3.4.4 Employee integrity	12

3.4.5	Obligations of collaborators/professionals .....	12
3.4.6	Information systems .....	13
3.5	Relations with suppliers .....	14
3.6	Relations with clients .....	14
3.7	Money Laundering Prevention Regulations.....	15
3.8	Financial Information.....	16
3.8.1	Accounting .....	16
3.8.2	Internal control .....	17
3.9	Anti-corruption regulations .....	17
3.9.1	Corruption of public officials .....	17
3.9.2	Corruption among private individuals.....	18
3.9.3	Public tenders and auctions .....	18
3.10	Import and export of goods .....	18
3.11	Environment.....	19
3.12	Intellectual and industrial property .....	19
3.12.1	Intellectual and industrial property rights of ESCRIBANO MECHANICAL & ENGINEERING, LTD .....	19
3.12.2	Third party rights.....	20
3.12.3	Telecommunications and broadcasting services .....	20
3.13	Relations with minors.....	20
<b>4.</b>	<b>Organization and functions .....</b>	<b>22</b>
4.1	Compliance Committee.....	22
4.2	General Management / Board of Directors .....	23
<b>5.</b>	<b>Whistleblower Channel.....</b>	<b>24</b>
5.1	Rights of the complainant .....	24
5.2	Duties of the complainant .....	25
<b>6.</b>	<b>Disciplinary Regime .....</b>	<b>26</b>
<b>7.</b>	<b>Annex I: Related persons.....</b>	<b>27</b>
<b>8.</b>	<b>Annex II: List of offences and code of conduct.....</b>	<b>28</b>

## 1. General considerations

---

### 1.1 Presentation of the Code of Ethics, Professional Conduct and Anti-Bribery by General Management.

Dear colleagues:

I am pleased to present to you our Code of Ethics, Professional Conduct and Anti-Bribery.

This document is the concrete expression of our business culture and ethical values. It provides guidance on conduct and behaviour and reinforces our commitment to maintain the highest standards of honesty and integrity. We are committed to doing what is right and honourable. It has been prepared by the Corporate Compliance Committee and ratified by the Company's Management.

Business ethics have become a fundamental part of the support and sustainability of our organization, as well as a positive contribution to the environment in which we develop our activity.

For this reason, this Code is of vital importance for all of us who work in **ESCRIBANO MECHANICAL & ENGINEERING, LTD.** Each of the company's employees is obliged to conform to the company's internal rules and guidelines, since our individual actions have a direct impact on the image, integrity and credibility of the company.

Therefore, to help us ensure that the decisions and actions taken are made with a common and appropriate criterion, a Code has been issued that includes the following content:

- The ethical values that lead our actions,
- Expected demeanour with our significant stakeholders,
- Specific principles and expected behaviours before them,
- Guidelines for enforcing the Code and channels for communicating concerns, questions or deviations from the Code.

We encourage you all to read this document thoroughly and become familiar with it.

We are also at your disposal for any consultation, comment or clarification regarding this document.

Should any attitude be detected contrary to the principles established in this document, you are bound to communicate it for its due control and compliance. You may do so in the terms indicated in this document.

Warm greetings.

**ESCRIBANO MECHANICAL & ENGINEERING, LTD** Management

## 1.2 Introduction: mission and objectives

Integrity and ethical behaviour are the pillars on which the activities of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** are based. Only by means of appropriate internal action and adequate exposure to the outside world can it provide the necessary added value to the company stakeholders and ensure its reputation value.

In addition, recent regulatory changes, as well as the reality of the business community, urge the implementation of a Code of Ethics, Professional Conduct and Anti-Bribery, as **ESCRIBANO MECHANICAL & ENGINEERING, LTD** reference guide. This document is not only aimed at employees, but also at any third party with which the company has established relations. An internal regulatory framework that allows for the verification of ethical compliance, and the communication, where appropriate, of incorrect attitudes, for review, analysis and corrective compliance.

In order to comply with the amendments made to the Criminal Code in July 2015, this Code of Ethics, Professional Conduct and Anti-Bribery is not only an internal procedural guideline, but also an additional document in the system of crime prevention that **ESCRIBANO MECHANICAL & ENGINEERING, LTD** has implemented to this effect.

During all the years of business career in **ESCRIBANO MECHANICAL & ENGINEERING, LTD**, the correct performance of the professional activity has been impeccable. The present Code only reinforces the values of our company, personalized in the actions performed every day by its employees, managers, directors, suppliers... and in the establishment of an internal regulatory framework to which everyone must adhere in order to continue moving forward on the right path to a profitable future.

## 1.3 Application scope

This Code of Ethics, Professional Conduct and Anti-Bribery applies to the Directors and members of the Board of Directors, and to all the professionals of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** regardless their hierarchical level and geographical location or functionality, both management personnel and employees alike are regarded as "professionals". Special mention has to be made on professionals with representative power in the entity, or professionals who direct or manage groups of people, who must also ensure that their subordinates are aware of and apply the content of the Code, besides being behavioral references to them.

Compliance with this Code does not supersede other documents implemented in the company that may be duly regulated and applied in accordance with other sector regulations: systems of good corporate governance, internal regulations of conduct in the stock markets and their rules of development, etc.

This Code will also be applicable to third party suppliers with whom **ESCRIBANO MECHANICAL & ENGINEERING, LTD** has market relations, and shall be

contractually bound to it, thereby making this document available on the company's corporate website for review and general knowledge.

#### 1.4 Adherence to the Code.

In general, the adherence to the code will occur in the case of the company's professionals at the time of their incorporation by the acceptance of the clause included in the contract to this end.

In the case of service providers who need to be subject to this code, adhesion to it will be made prior to the start of the service. Such adhesion may be done by signing the service provision contract where it is included as part of the clause or as a separate document to the main contract.

For those professionals whose relationship with **ESCRIBANO MECHANICAL & ENGINEERING, LTD** was already established prior to the entry into force of this code, the Administration and Finance Department will be responsible for seeking acceptance of the code by all professionals, managers and members of the Board of Directors.

#### 1.5 Adequacy and interpretation of the Code

The Code of Ethics is a document that aims to outline and cover the most common guidelines of action that may pose doubts of interpretation from the professionals who apply them.

However, it is possible that this Code does not cover each and every situation that may occur within the company. Therefore, in order to interpret and adapt these guidelines to the day-to-day business activity, the Compliance Committee, which created the document, is available to all professionals, to collaborate in establishing criteria to guide the conduct of the people bound by its compliance, and in any case, to address any doubts that may arise in the course of their professional activity.

#### 1.6 Liability of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** professionals

Persons subject to this code are compelled to:

- Communicate through the complaint channel any violation of this code.
- Provide the necessary information to conduct the investigations undertaken.

- Communicate to the General Management the existence of any criminal court procedure in which they are accused, charged or convicted, extending this notification duty to the files.

## 2. General Principles of Business Conduct

---

### 2.1 Business fairness

ESCRIBANO MECHANICAL & ENGINEERING, LTD avoids any type of discrimination based on age, sex, sexuality, state of health, nationality, political opinions and religious beliefs of its interlocutors, in its relations with the parties involved, including personnel management or work organisation, selection and management of suppliers and partners, and, where appropriate, the submission of offers to customers, etc.

### 2.2 Honesty

In the scope of their professional activity, professionals and other third parties linked to this Ethics, Professional Conduct and Anti-bribery must duly respect the laws in force, the Code of Ethics, Professional Conduct and Anti-bribery and any other internal procedure that may be applicable and which has been formally communicated to them beforehand. The pursuit of the interests of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** can never be based on dishonest conduct.

### 2.3 Professional/Collaborator Integrity

ESCRIBANO MECHANICAL & ENGINEERING, LTD is committed to ensure the health and safety of its employees, contractors, visitors and customers, and to provide a safe working environment with working conditions that respect individual dignity. The company does not admit, in the working environment, episodes of intimidation or harassment, nor requests or threats aimed at inducing people to act against the law or the Code of Ethics, Professional Conduct and Anti-Bribery. It shall not be tolerated the adoption of actions that undermine personal convictions or preferences.

### 2.4 Authority Equity

In hierarchical relations, **ESCRIBANO MECHANICAL & ENGINEERING, LTD** undertakes to act correctly, fairly and avoiding any kind of abuse.



## 2.5 Fair competition

The Company undertakes to impose and preserve the principle of fair competition, avoiding the abuse of power positions, in the relationship with its third parties and professionals.

## 2.6 Quality of service

The professionals at **ESCRIBANO MECHANICAL & ENGINEERING, LTD** provide their services to the Company with the utmost commitment and professionalism, in compliance with this Code of Ethics, Professional Conduct and Anti-bribery.

The service provision, contracts and other assignments will always be undertaken in accordance with what is voluntarily established by the parties, and the Company agrees to interpret the contractual regulation of the relationship in a way that is not malicious or for its own benefit or different from that pursued by the service contract.

## 2.7 Prevention of criminal activities

All persons subject thereto should be aware that, as a consequence of the current legislative framework in criminal issues, any legal entity may be convicted of offences committed by its managers and employees when some benefit has been derived from their commission for the legal entity involved. **ESCRIBANO MECHANICAL & ENGINEERING, LTD** denies any benefit obtained illegally or as a result of non-compliance with any of the ethical standards and commitments contained in this Code. Consequently, the individuals subject to it must comply with utmost rigour with the rules and established procedures.

## 3. Professional Conduct code

---

### 3.1 Conflicts of interest

The professionals at **ESCRIBANO MECHANICAL & ENGINEERING, LTD** must avoid situations in which parties involved in the transactions are in a conflict of interest. There exists a specific manual describing various scenarios that may involve a conflict of interest, providing as well, guidance on actions to be taken in such situations.

A conflict of interest exists when, in the exercise of the tasks within an institution, a clash occurs between the own interests and those of institutional character. **Annex I** lists those situations that are considered to be related persons.

The Directors, members of the Board of Directors and professionals of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** must inform the Compliance Committee of any situation in which a conflict of interest may arise. It is also necessary to refrain from intervening in decisions that could influence relations with related parties, in order to avoid influences on the decision.

#### 3.1.1 Gifts and Favours

No gifts of any kind are to be accepted that could be interpreted as exceeding normal commercial or courtesy practices or, in any way, intended to receive favourable treatment in the performance of any activity that could be linked to **ESCRIBANO MECHANICAL & ENGINEERING, LTD**. In particular, any form of gift to Spanish or foreign public officials, auditors, advisors to **ESCRIBANO MECHANICAL & ENGINEERING, LTD** or their relatives, which may influence independence of judgment or lead to the granting of any type of favour, is prohibited. As in the previous point, **ESCRIBANO MECHANICAL & ENGINEERING, LTD** has a **gift policy** document containing more detailed information on this matter.

They are not included in this limitation:

- Low-value promotional items.
- Regular invitations that do not exceed the limits considered reasonable for normal, social and courtesy purposes.
- Occasional attentions for specific and exceptional reasons, provided that it is not in cash and is within reasonable limits.

### 3.2 Processing of Information

The information managed by the professionals of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** may affect both internal information (of its shareholders, administrators, managers or employees, company know-how, information about the

company itself) and information provided by the client to the company as part of its business or contractual relationship.

### 3.2.1 Personal Information

ESCRIBANO MECHANICAL & ENGINEERING, LTD undertakes to guarantee that all personal data in its possession as file holder, in accordance with current regulations on data protection, are processed, stored and safeguarded in accordance with the directives of those regulations, and complies with the principles of quality, information and consent with respect to the data processed, being used exclusively for the purpose that justifies or protects their processing.

Similarly, the company applies the necessary technical and organisational security measures and guarantees the exercise of the rights corresponding to Organic Law 3/2018 of 5 December on the Protection of Personal Data and guarantee of digital rights.

The entity has informed all professionals of the processing of their own data, but also of the confidentiality expected from the processing of personal information that may be undertaken by them on a daily basis.

Likewise, [ESCRIBANO MECHANICAL & ENGINEERING, LTD](#) has defined, by contract, the obligations of third parties involved in the processing of the data, as data processing controllers, for the purposes of the provisions of current legislation.

### 3.2.2 Duty of secrecy

In addition to the above, with respect to certain type of information relating to the company subject to the contractual obligation of secrecy, [ESCRIBANO MECHANICAL & ENGINEERING, LTD](#) has established internally the criteria to determine which information is not of public nature and is therefore bound to total confidentiality so that it cannot, under any circumstances, be used for personal benefit, nor disclosed to third parties.

In general, Professionals subject to the Code must keep professional secrecy regarding any non-public information or data they become aware of as a result of their professional activity, whether it comes from or refers to clients, other employees or managers or any other third party. This obligation shall continue to exist even after the contractual relationship has ended.

### 3.2.3 Use of insider information

Likewise, these same guidelines must be observed when dealing with insider information, understood as the information related to the company's operations or business, market strategy, objectives, opportunities for improvement, and information that has not been made public, since doing so could influence the result of the operation. Disclosure to third parties of the company's inside information is strictly prohibited.

### 3.3 Relations with stakeholders

#### 3.3.1 Obligation to cooperate with the authorities

Professionals are compelled to collaborate with the requirements of the authorities within the scope of their competence. The information provided must be truthful and adequate.

#### 3.3.2 Media

Communications to third parties or to the media about the company's information are prohibited. Should any request be received, it must be referred to the Commercial Management for its due processing and resolution.

The disclosure of false or biased news or comments is prohibited. All communication activities adhere to the laws, rules and practices of professional conduct and are undertaken with clarity, transparency and opportunity, safeguarding, among others, sensitive information and industrial secrets.

#### 3.3.3 Association and political activities

**ESCRIBANO MECHANICAL & ENGINEERING, LTD** does not finance, either in Spain or abroad, parties, their representatives or candidates, nor does it sponsor congresses or parties whose sole purpose is political propaganda. It abstains from any type of direct or indirect pressure on political representatives. Nor does it provide aid to organisations with which there may be a conflict of interest (for instance, trade unions, environmental or consumer defence associations).

Membership of an association or political party shall be within the personal scope of the Professional, avoiding any link with the company.

If a professional is going to hold a public position, he/she must inform the General Management beforehand, who will then determine whether there are incompatibilities with the position held.

In case of having contact with any association whose purposes are illegal (criminal organizations, paramilitary, xenophobic, discriminatory, terrorism, etc.) **ESCRIBANO MECHANICAL & ENGINEERING, LTD** shall immediately inform the pertinent authorities.

#### 3.3.4 Participation in courses and conferences

The participation of a professional in courses and conferences must have the authorisation of his/her immediate superior.

## 3.4 Relations with collaborators

### 3.4.1 Selection and recruitment

Personnel selection shall be made in accordance with the principles of equal opportunity. The HR department will conduct the selection avoiding any discrimination on the basis of sex, age, race or religion.

### 3.4.2 Development of professional life

The employment relationship shall be based on an employment contract, no forms of illegal work shall be established. In no case shall there be collaboration with the trafficking of human beings for labour or sexual exploitation.

All foreign workers must have a work permit. Otherwise, they will not be recruited.

The employee will be informed of the following:

- Details of the position and the tasks involved;
- Normative and remunerative elements regulated according to the collective agreement;
- Regulations and procedures to be adopted in order to avoid possible health risks related to the work activity;

This information is presented to the employee for acceptance upon his or her full understanding of the terms.

### 3.4.3 Health and safety

All workers are provided with the necessary means to perform their work in the best possible conditions, in strict compliance with the regulations on the matter of prevention of occupational risks.

### 3.4.4 Employee integrity

Sexual harassment and any other type of discrimination on the basis of age, sex, sexuality, race, health condition, nationality, political opinions or religious beliefs, etc., is not permitted. If any case of non-compliance is observed, it should be referred to the company for evaluation, establishing whether a violation of this Code has actually occurred.

The company undertakes not to violate the right to go on strike or any other right recognised in the applicable labour legislation and collective agreement.

### 3.4.5 Obligations of collaborators/professionals

The collaborators/professionals must have an ethical behaviour avoiding at all times, consumption of drugs or alcohol during the labour day, violent behaviours, situations of discrimination or harassment and any intrusion in the private life of colleagues without their consent.

It is expressly forbidden within the work environment any behaviour that may lead to personal discrimination. Among these conducts are:

- a. Promote, distribute material or opinions or act against an individual or a group on the basis of their race, ideology, religion, family status, ethnicity, nation, gender, sexuality, illness or disability, using to that aim company resources.
- b. Use the company's means to issue opinions that extol crimes against humanity, genocide or support for the perpetrators.

With respect to the company's assets, professionals must comply with the following:

- a. The means provided by the company must be not be undermined.
- b. They shall protect and take care of the assets they have or have access to, which shall be used in a manner appropriate to the purpose of the professional functions to which they were assigned.
- c. They shall not make any kind of disposal or encumbrance of the assets of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** without the corresponding authorization.
- d. They will ensure the incurrence of expenses is strictly in accordance with the needs.
- e. They shall not engage in any act of alienation, transfer, assignment or concealment of any property owned by **ESCRIBANO MECHANICAL & ENGINEERING, LTD** with the purpose of circumventing the responsibilities thereof with regard to their creditors.

#### 3.4.6 Information systems

In relation to information systems, professionals must comply with the following:

- a. They must comply with the specific rules governing the use of electronic mail, Internet access or other similar means made available to them, and under no circumstances may they be used improperly.
- b. The creation, membership, participation or collaboration by the Subjects of the Code in social networks, forums or blogs on the Internet and the opinions or statements made therein shall be made so as to ensure that their personal nature is clear. Information systems shall not be used for violating the privacy of third parties.

- c. Use the information systems to access third party information systems, intercept communications, use programs of illicit origin with the purpose of committing a crime.
- d. Sharing or providing usernames and passwords of own or third-party systems for the purpose of providing a third party with unauthorised access.

### 3.5 Relations with suppliers

Purchasing processes are based upon the search for the best option for **ESCRIBANO MECHANICAL & ENGINEERING, LTD**, guaranteeing at all times in the selection of suppliers the principles of objectivity, transparency, non-discrimination, respect, integrity, concurrence and diversification of offers.

The company will establish purchasing procedures that will ensure compliance with these principles. Likewise, in the contracting process, the procedure shall be established to ensure the adherence of suppliers to this code or, if appropriate, the presentation of the code itself for evaluation by the company.

In the case of contracting with suppliers in risk countries, the following additional safeguards shall be required of them:

- a. To have measures in place that guarantee workers respect for fundamental rights, the principles of equal treatment and non-discrimination.
- b. Protection against child labour exploitation.
- c. The possibility of conducting inspections in the production units and operational headquarters of the supplier company, in order to verify that they comply with such requirements.

### 3.6 Relations with clients

**ESCRIBANO MECHANICAL & ENGINEERING, LTD** undertakes not to discriminate arbitrarily against its customers.

Our contracts with clients will be guided by the principles of market price, transparency, non-discrimination, objectivity, impartiality, respect, integrity and competition.

The circulation of false or misleading information to our direct and indirect clients is prohibited. The information will be transmitted to clients through the most appropriate means of communication at all times.

The information provided to the client shall be made available in the contracts in the clearest and most transparent possible manner. Language incomprehensible to customers and the use of abusive terms shall be avoided at all times.

It is forbidden to participate in transactions altering falsely the market value or other conditions of sale, as well as taking actions aimed at upsetting the market to force an alteration in prices.

### 3.7 Money Laundering Prevention Regulations

In any case, professionals shall seek the approval of the Compliance Committee when establishing relationships with the following types of customers/transactions:

- a. Operations involving individuals or legal entities domiciled in tax havens or risk territories.
- b. Operations carried out on behalf of minors, persons over 70 years of age or who show signs of mental disability or those with manifest lack of economic capacity to undertake such acquisitions.
- c. Operations involving individuals or legal entities whose owners occupy or have occupied pre-eminent political positions, senior positions or assimilated positions in generally undemocratic countries, including their close family circle.
- d. Transactions involving persons who have been prosecuted or convicted of crimes or who are public or notorious or whose connection with criminal activities is suspected, provided that they permit illicit enrichment and that they may be considered to be the underlying cause of the offence of laundering, as well as transactions conducted by persons related to the above (for instance, through family, professional or original ties, where there is a coincidence in the domicile or coincidence of representatives or proxies, etc.).
- e. Transactions involving natural or legal entities whose address is unknown or who are merely correspondents (e.g. PO Box, shared headquarters, professional offices, etc.), or with data that is allegedly false or likely to be untrue.
- f. Transactions involving legal entities, recently established, where the amounts involved are high in relation to their assets.



- g. Operations involving legal entities when there seems to be no connection between the characteristics of the operation and the activity of the purchasing company or when the latter does not undertake any activity.
- h. Operations involving Foundations, Cultural and Recreational Associations and, in general, non-profit organisations, when the characteristics of the operation do not correspond to the entity's objectives.
- i. Operations involving legal entities which, although registered in Spain, are mainly constituted by foreign citizens or non-residents in Spain.
- j. Cash deliveries for a value of more than 2,500 euros, or payment by means of negotiable instruments in which the true identity of the payer is not stated.

### 3.8 Financial Information

The financial information will be produced with the utmost rigour in order to provide shareholders with a clear, concise and well-balanced view of the company's financial situation.

#### 3.8.1 Accounting

Accounting should include the following aspects:

- a. The transactions, events and other occurrences covered by the financial information do exist and have been recorded at the appropriate time.
- b. The information reflects the totality of the transactions, facts and other events to which the company is a party.
- c. Transactions, facts and other events are recorded and valued in accordance with applicable regulations.
- d. Transactions, events and other occurrences are classified, presented and disclosed in the financial information in accordance with applicable regulations.
- e. The financial information reflects, at the date in question, the rights and obligations through the corresponding assets and liabilities, in accordance with applicable regulations.

It is expressly prohibited to alter the accounting for:

- a. The realization of asset stripping, or any conduct amounting to punishable insolvency.

- b. Avoidance of tax payments to the Treasury or payments to the Social Security.
- c. Obtaining subsidies by falsifying the required conditions.
- d. Double accounting, making fictitious entries or not including the necessary entries.
- e. Misappropriating resources for personal interest or a purpose other than that for which they are entitled to (embezzlement).

### 3.8.2 Internal control

The company shall establish internal control procedures to ensure that the financial information has been prepared in accordance with the legislation in force and that is accurate.

The financial information will be independently reviewed on an annual basis by an external auditor, who will issue the corresponding report.

It is expressly forbidden to impede inspection by Company administrators.

## 3.9 Anti-corruption regulations

### 3.9.1 Corruption of public officials

It is prohibited to give, promise or offer any kind of payment, commission, gift or remuneration to any authority, public official or employee or manager of a public company or body, whether it is made directly to them or indirectly through persons or companies related to them and whether it is addressed to the public official or employee himself or to another person indicated by him/her. This prohibition applies both to public authorities, officials or employees in Spain and in any other country.

They are not included in this limitation:

- Low-value propaganda objects.
- Regular invitations that do not exceed the limits considered reasonable in the usual, social and courtesy uses.
- Occasional attentions for specific and exceptional reasons, provided that it is not in cash and is within reasonable and modest limits.

In any case, the Compliance Committee will be informed of any request made to the Professionals subject to this code.

### 3.9.2 Corruption among private individuals

The delivery, promise or offer of any kind of payment, commission, gift or remuneration to any employees, directors or officers of other companies or entities is prohibited, whether it is made directly to them or indirectly through persons or companies related to them with the aim that, failing to comply with their obligations in the contracting of products, services or purchase and sale of goods, they favour **ESCRIBANO MECHANICAL & ENGINEERING, LTD** over its competitors.

They are not included in this limitation:

- Low-value advertising items.
- The normal invitations that do not exceed the limits considered reasonable in the usual, social and courtesy uses.
- Occasional attentions for specific and exceptional reasons, provided that it is not in cash and is within reasonable and reasonable limits.

In any case, the Compliance Committee will be informed of any request made to the Professionals subject to this code.

### 3.9.3 Public tenders and auctions

Participation in public tenders and auctions will be done according to the conditions of participation established for each case.

It is expressly prohibited to deliver, promise or offer any kind of payment, commission, gift or remuneration to any employees, directors or officer of other companies or entities, whether directly to them or indirectly through persons or companies related to them, so that, in breach of their obligations, they do not participate in a contest or the price of the same is altered, in order to favour **ESCRIBANO MECHANICAL & ENGINEERING, LTD** over its competitors.

## 3.10 Import and export of goods

The import and export of goods shall be done in strict compliance with the customs regulations in force, therefore customs declarations shall be made, documentation shall be presented and transport shall be provided in the appropriate and permitted means.

It is expressly forbidden to transport other goods different to those authorised for each of the transports. To this end, the company will conduct random inspections of the transports.

In particular, great care will be taken to comply with the regulations in force at the time for the export of defence and dual-use goods and technologies.

### 3.11 Environment

**ESCRIBANO MECHANICAL & ENGINEERING, LTD** promotes respect and protection of the environment. To this end, ISO14001 environmental management systems have been defined, including the following activities:

- Establishment of environmental objectives.
- Compliance with environmental legislation.
- Independent third party review of compliance with environmental management system requirements in an impartial and consistent manner.
- Dissemination and training in environmental issues to employees.
- Responsible consumption of necessary raw materials

The following conducts are expressly prohibited:

- Conduct any activity that has an impact on the environment in contravention of applicable legislation.
- Manage waste in contravention of applicable legislation or internal regulations.
- Requesting licences or permits when the activity to be undertaken is considered to be polluting and adequate measures have not been taken to avoid harmful consequences.
- Avoid, delay or distort the performance of mandatory inspections.
- Corrupt a public official for the granting of licenses or permits, as well as for not conducting inspections.
- Intentionally damaging protected natural areas, while being aware of their special protective regime.

### 3.12 Intellectual and industrial property

#### 3.12.1 Intellectual and industrial property rights of **ESCRIBANO MECHANICAL & ENGINEERING, LTD**

The Professionals will respect the intellectual and industrial property in relation to training courses, projects, programs and computer systems; equipment, manuals and videos; knowledge, processes, technology, know-how and, in general, any other work developed or created in the company, whether as a result of their professional activity or that of third parties. Therefore, their use will be made in the exercise of the professional activity and all the material in which they are supported will be returned when required.

They shall not use the image, name or trademarks of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** but for the proper development of their professional activity therein.

In the case of the company's secret patents, all professionals must keep the professional secret even after the end of the working relationship.

### 3.12.2 Third party rights

Professionals will also respect the intellectual and industrial property rights held by third parties external to the company. In particular, Professionals will not incorporate, use or employ in the company any type of physical or electronic information or documentation belonging to another company obtained as a result of the exercise of a previous position or without due consent.

In the development of their assigned functions, they shall not perform the following conducts:

- Use of scientific or literary works without the consent of the author or prior payment of the relevant royalties.
- Include in the corporate website links to websites where intellectual and industrial property rights are infringed.
- Use of patents and brands, including logos without the proprietor's consent.
- Disclosing or accessing data of a third party secret patent.

### 3.12.3 Telecommunications and broadcasting services

Access to broadcasting services shall be in accordance with the legislation in force, and access to them may not be given without the consent of the service provider.

In no case shall they be projected, included in corporate presentations, etc. references to images or voice files without the consent of the author or owner of the same or without making the appropriate references to the authorship. It shall be necessary to refer the source and/or author.

## 3.13 Relations with minors

In relations with minors, it is necessary to protect them from any possible abuse that may be committed against their person, including the violation of their privacy.

It is imperative that when Professionals become aware of a practice or situation that endangers the health, safety or well-being of the minor, inform immediately their parents and the HR Department to take appropriate action.

No images will be taken of minors without the consent of their legal guardians. Under no circumstances shall a Professional leave the workplace accompanied by a minor without the proper authorization of the HR Department.

The company will regulate the appropriate measures for relations between the professionals and the minors, as well as their families.

## 4. Organization and functions

---

### 4.1 Compliance Committee

The implementation and maintenance of this Compliance Code is the responsibility of the Compliance Committee. The responsibilities assigned to the Committee are:

- Promote awareness of the Code throughout the organization.
- Advise on the interpretation and application of the same.
- Propose modifications and authorize developments of the Code that the Committee deems appropriate. It will also authorize or develop control actions and mechanisms to promote, supervise or facilitate its compliance.
- Approve for a justified reason, which does not pose a risk to the company, any proposal for an exception to compliance with the Code.
- Ensure that all persons subject to the Code and third parties are allowed to report possible violations of the Code in a confidential manner.
- Have knowledge and resolve the complaints and queries received, giving them the most appropriate treatment. Act in each intervention with total independence, capacity and full respect for the people affected and guarantee, at all times, the confidentiality of the treatment of the complaints and consultations that it processes.
- Collect information from any Company body or unit regarding the issues they know about.
- Report to **ESCRIBANO MECHANICAL & ENGINEERING, LTD** management, on a minimum annual basis, on its activities, proposals and on the dissemination and compliance with the Code.

The Compliance Committee shall be integrated by:

NAME and SURNAME	POSITION
<b>Jorge Orts</b>	Chairman
<b>Javier Orts</b>	Secretary
<b>Carlos Capdevilla</b>	Committee Member

## 4.2 General Management / Board of Directors

It shall approve the general compliance policy of **ESCRIBANO MECHANICAL & ENGINEERING, LTD.** It shall also receive information from the Compliance Committee at least once a year on the application of the criminal compliance system.

Ultimately, it is the Committee that must make decisions regarding the company's actions in relation to the complaints submitted.



## 5. Whistleblower Channel

---

ESCRIBANO MECHANICAL & ENGINEERING, LTD provides access to the Whistleblower Channel; this channel of communication is accessible to Professionals as well as to suppliers, customers and third parties who wish to report a breach of this code, consult any interpretation doubt, or propose improvements or modifications to the code.

Communication shall be made through the company's website accessing the suggestions and complaints channel or directly through the following address:

<https://www.eme-es.com/contact/#whistle>

Information received on this channel will be treated as confidential. The obligation of the receiver to preserve the identity of the communicator and the safeguarding of the information affecting all persons involved in the communication process and in the eventual investigation process, is guaranteed in accordance with the regulations in force. However, and in general, unless the Compliance Committee justifies an exception, the complainant shall be informed of the resolution finally adopted.

The procedure will protect the complainant in good faith from any act of retaliation.

The Company will develop a procedure for the operation of the Complaints e-mailbox according to these principles.

The hierarchical superiors who have been informed by their dependents of breaches or violations of this rule must in turn notify the Compliance Committee immediately and prior to any other action.

### 5.1 Rights of the complainant

- Confidentiality rights, with the exceptions provided for by law or in those cases where the complainant expressly consents to his or her identity being communicated to the defendant, when, otherwise, it would not be possible to continue with the investigation.
- The right not be retaliated against, provided that the complainant acts in good faith.
- The right to be informed of the decision or closure of the complaint, as appropriate.

## 5.2 Duties of the complainant

- To act in good faith. Complaints made in bad faith may give rise to disciplinary and/or sanctioning measures against the complainant.
- Provide the data and documents available to him/her related to the reported facts.
- Duty of confidentiality. The complainant may not communicate the identity of the accused to anybody or person other than the Compliance Committee, with the exceptions provided for by law.

The conduct of the complainant who acts in good faith and with a will to collaborate may be taken into account by EM&E for the purpose of qualifying, or in its case, sanction their participation or relationship with the facts that are the subject of the complaint.

## 6. Disciplinary Regime

---

Failure to comply with the Code may result in employment sanctions, without prejudice to any administrative or criminal sanctions, as the case may be, may also arise.

The following conduct may be sanctioned in accordance with labour regulations:

1. Failure to report a breach of this Code when it becomes known.
2. Making false reports, with the intention of harming a third party.
3. Engaging in any discriminatory or harassing behaviour against a person who has made a complaint.
4. Failure to comply with the provisions of this code.

## 7. Annex I: Related persons

---

For the purposes of the provisions of this Code and any policies and procedures of **ESCRIBANO MECHANICAL & ENGINEERING, LTD** these terms are used without giving them any other definition, they will be considered as related persons to the subject person, his/her spouse or person with an analogous affective relationship (his/her partner in the event), those who live with or are economically dependent on them, and the legal persons who, not being listed companies on the stock exchange, have an affiliation with any of the above-mentioned natural persons.

They shall belong to this category the following natural persons:

1. Parents, children, grandparents, grandchildren and siblings of the person subject or his/her partner who do not live together or are economically dependent on them.
2. Individuals who ultimately own or control, directly or indirectly, a percentage of more than 25% of the capital or voting rights of legal persons that would be considered as related persons.
3. The administrator of legal persons controlled by the subject person or its equivalent persons and the natural persons representing them on administrative bodies.
4. Natural persons to whom the subject or his or her related persons may be representing in the management body of legal persons not considered as related persons.
5. Other natural persons with whom the subject person or his/ her related persons share economic interests.

## 8. Annex II: List of offences and code of conduct

OFFENCES	CODE OF CONDUCT SECTION
<b>Illegal trafficking of human organs</b>	Regulated on the general principles of the Criminal Code
<b>Human trafficking</b>	3.4.2, 3.5, 3.10
<b>Prostitution and sexual exploitation</b>	Regulated on the general principles of the Criminal Code
<b>Corruption of minors</b>	3.13
<b>Discovery and disclosure of secrets</b>	3.2.1, 3.2.2, 3.4.6, 3.12.2
<b>Frauds</b>	3.4.6, 3.6
<b>Accounting fraud</b>	3.8.1
<b>Punishable insolvencies</b>	3.8.1
<b>Cybercrime</b>	3.4.6
<b>Crimes against intellectual and industrial property, the market and consumers</b>	3.9.2, 3.12
<b>Money laundering</b>	3.7
<b>Illegal financing of political parties</b>	3.3.3
<b>Crimes against the Treasury and Social Security</b>	3.8.1
<b>Crimes against the rights of foreign citizens</b>	3.4.2
<b>Unauthorised development, construction or building</b>	Regulated on the general principles of the Criminal Code
<b>Crimes against natural resources and the environment</b>	3.11
<b>Crimes concerning ionizing radiation</b>	Regulated on the general principles of the Criminal Code
<b>Risks caused by explosives and other agents</b>	Regulated on the general principles of the Criminal Code
<b>Crimes against public health</b>	Regulated on the general principles of the Criminal Code

<b>Currency counterfeiting</b>	Regulated on the general principles of the Criminal Code
<b>Counterfeit credit and debit cards and traveller's checks</b>	Regulated on the general principles of the Criminal Code
<b>Bribery</b>	3.9.1
<b>Influence peddling</b>	3.9.1
<b>Hate crimes and glorification</b>	3.4.4, 3.4.5
<b>Financing of terrorism</b>	3.3.3
<b>Smuggling</b>	3.10
<b>Crimes related to genetic manipulation</b>	Regulated on the general principles of the Criminal Code
<b>Alteration of prices in public tenders and auctions</b>	3.9.3
<b>Refusal to accept inspection actions</b>	3.8.2
<b>Crimes against the rights of employees</b>	3.4.2, 3.4.4, 3.8.1
<b>Illegal association</b>	3.3.3
<b>Criminal organisation and groups and terrorist organisations and groups</b>	3.3.3
<b>Embezzlement</b>	3.8.1