



## ANTI-CORRUPTION

### Internal Regulations – Corporate Policies

Date: November 2021

Code: PC-04-5.2-02-202111

## Introduction

Approval of the Global Dominion Access, S.A., (hereinafter "**Dominion**") Anticorruption Policy (hereinafter, the "Policy") is yet another milestone in Dominion's steadfast commitment to lawfulness, ethics and professionalism that underpins how it conducts its operations and its corporate culture.

By way of this Policy, Dominion is firmly committed to:

- | Complying with and fully adhering to all current legislation (both supra-nationally, nationally and in the countries where it operates).
- | Complying with the principles that govern its Code of Conduct which forms the basis of the Policy set out here.
- | Training and raising awareness of the Obligated Parties (as this term is defined below), as well as stakeholders, of the importance of complying with this Policy and third parties engaging with it.
- | Applying penalties for non-compliance with the provisions set out herein, pursuant to the applicable disciplinary measures.

Using this Policy, Dominion intends to establish the guidelines to follow to combat corruption, establishing an in-house preventive framework that eliminates or, at least, reduces any possible corruption during the course of its activities and serves as a guide and model to follow to combat corruption.

This policy is closely related to the [Gifts and Hospitality Policy](#).

## Scope of application

The Policy applies to all employees, managers and directors of all the companies that make up Dominion (hereinafter "**Obligated Parties**").

For the purposes of this Policy, "Dominion" shall also mean all companies which Global Dominion Access, S.A. controls or may control, directly or indirectly, control being understood to be:

- (i) holding the majority of the voting rights;
- (ii) the right to appoint or remove a majority of members of the Board of Directors; or
- (iii) holding the majority of the voting rights pursuant to eventual agreements made with third parties.

Likewise, all third parties who have dealings with Dominion will also be indirect addressees of this document, who, whenever possible, should be made aware of the principles and values that inspire it.

## Declaration of Commitments

To achieve the established goals, Dominion undertakes the following commitments:

- | Dominion neither tolerates, permits nor engages in any form of corruption, extortion or bribery when carrying out its activities, in either both the public and private sector.
- | Dominion is committed to a prevention culture based on non-tolerance of any form of business corruption, as well as other illegal actions and fraudulent practices, and on implementing ethical and responsible professional principles of conduct, regardless of seniority and country of operation.
- | Relations between their professional staff with any public administration, authorities, state officials and other individuals involved in public administration, as well as political parties and similar organisations, shall all be governed by principles of cooperation, transparency and integrity.
- | Dominion is committed to ensuring that particularly vulnerable members of the organisation are appropriately, efficiently and proportionately made aware of and trained in fraud, corruption and bribery risks, so that they can prevent them, detect them or deal with them as per the criminal compliance management system.
- | Dominion encourages a transparent environment and facilitates enquiries and reporting irregularities or breaches which are unethical, lack integrity or violate the principles set out in the Code of Conduct, through the Ethics Reporting Channel. Reports and enquiries will be reviewed and processed confidentially and pursuant to current legislation. These enquiries can be made by the Obligated Parties, suppliers, third parties and shareholders who can report fraudulent practices or any Obligated Party who has acted in violation of the Law or the standards of conduct set forth in the Code of Conduct. Dominion agrees not to engage in any kind of direct or indirect retaliation against anyone, in good faith, reporting irregularities.
- | Dominion's relations with its suppliers are based on compliance with the Law, efficiency and transparency. Ethical and responsible behaviour is central to Dominion's business practices and its suppliers must comply with the principles relating to the prevention of corruption, bribery and extortion set out in this Policy.

## Prohibited Acts of Conduct

No financial transaction, contract, agreement or arrangement should be entered into whenever there is sufficient reason to believe that any improper or corrupt activities are involved.

To this regard, the following conduct is strictly prohibited and liable to prosecution whenever any duties or activities are carried out for Dominion:

- | Directly or indirectly offering, promising, authorising or paying any kind of monetary incentive, commission, gift or remuneration to any employee, manager or administrator of

other companies or private organisation, or to authorities, public officials, employees or managers of companies and public bodies, so that, in breach of their responsibilities and, as applicable, current legislation, they perform actions or refrain from performing certain actions to create advantages for a specific business or to obtain unfair business advantages, is strictly forbidden.

These deliveries, promises, authorisations or offers are prohibited regardless of whether they are made directly or indirectly through collaborators, partners, associates, agents, intermediaries or any other concerned party.

- | All Obligated Parties must reject any request made by a third party for any payments, commissions, gifts or remuneration of the kind mentioned in this section and immediately notify the Compliance Body. The Ethics Reporting Channel will be used for this purpose.
- | Obligated Parties with dealings with Public Administrations must always schedule and document them.
- | Payments to facilitate or expedite procedures which involve directly or indirectly offering, promising, authorising or delivering financial incentives, commissions, remuneration or anything of value to public officials and civil servants or to employees and managers of private organisations with a view towards expediting judicial or administrative procedures, or any other types of procedures, are strictly forbidden.

## Control Criteria

Dominion undertakes to implement internal controls which serve as barriers to prevent corruption:

- | All operations that Dominion in will be carried out under the highest standards of due diligence with all the legal implications and risks assessed.

- | All Obligated Parties will be notified of the content and enforceability of this Policy.

In order to ensure the Policy is correctly understood by the Obligated Parties, a training plan shall be established directed at promoting awareness of the Policy.

The Policy will be disclosed to Dominion's key stakeholders as per the Communication and Disclosure Plan in Dominion's Compliance Programme.

- | Every effort will be made to ensure that contracts, agreements, arrangements, etc. with any of Dominion's customers, as well as with its partners, associates, suppliers and other collaborators (distributors, agents, third-party professionals, self-employed parties, freelancers or similar) contain clauses accepting Dominion's Code of Conduct and Anti-Corruption Policy and must comply with the other requirements specifically set out in this Policy.

As an exception, these clauses will not need to be included when the counterparty in question has its own Code of Conduct and Anti-Corruption Policy efficiently in place within the organisation.

- | In particular, in relation to Dominion's commercial agents (whether or not they form a part of its workforce), they:
  - | They will be selected with due diligence.
  - | They must enter into a formal, written commitment to Dominion's Code of Conduct and Anti-Corruption Policy (e.g. as part of the general contract).
  - | Their actions must be in accordance with the provisions set out in Dominion's Code of Conduct and Anti-Corruption Policy, in particular, but notwithstanding all others:
    - | Their actions will be in accordance with the principles of good faith and fair dealings with customers.
    - | They must uphold Dominion's corporate image and reputation.
    - | They must maintain perfect communication with and understanding of customers.
    - | They must refrain from misrepresenting Dominion and its services and/or products in any way.
    - | They must provide clear, straightforward, complete and accurate information regarding Dominion and its services and/or products.
  - | Their conduct will be monitored on an ongoing basis.
  - | They will be subject to penalties should they fail to meet their obligations in this respect.
- | Dominion will include a section on corruption risks in the analysis processes of any merger, takeover, purchase, corporate restructuring or partnership with third parties by any legally accepted means.
- | Every single financial transaction must be documented with the relevant supporting documentation.
- | Invoices will only be paid once it has been confirmed that a service or goods have been duly authorised and delivered and that the amounts to be paid coincide with the amounts stipulated in the contract.
- | Before approving a payment, a check must be performed to make sure that the recipient is the same person who issued the invoice.
- | No current accounts will ever be opened in Dominion's name that are not registered in Dominion's accounting records.
- | Issuing bearer bonds or blank cheques is strictly prohibited.

| No cash payments will be approved, exception of small amounts that are required for Dominion to carry out its ordinary day-to-day business operations properly and this will always be in accordance with the provisions established by the internal regulations regarding this matter.

The Compliance Body shall regularly review compliance with and the effectiveness of the Policy and update it whenever necessary.

## Reporting Wrongdoings

All Obligated Parties and third parties have a Whistleblowing channel to report any conduct that may involve any wrongdoing or any illegal actions or any actions that go against the Code of Conduct or Policy. For further details regarding the Whistleblowing Channel, consult the [Code of Conduct](#).

## Document sheet

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