



CODE OF CONDUCT

Internal Regulations

Date: November 2021

Code: PC-5.1-202111

Introduction

The Code of Conduct of Global Dominion Access, S.A., (hereinafter referred to as "**Dominion**") is a repository of ethical principles and rules of conduct that must govern the conduct of all employees, managers and directors of all the companies making up the Dominion group and is, therefore, a core element of its **Compliance Programme**.

Abiding by the Code of Conduct and the other internal regulations is also instrumental for the prevention of risks of criminal acts, as well as the reputational risk that could arise from potential offences or ethical breaches.

Dominion's corporate values are as follows:

- | External and internal customer focus and an attitude for service.
- | Appreciation and respect for people and diversity, for showing initiative, for creativity, innovation, engagement and team work.
- | Ability to accomplish and add value.
- | Positive attitude towards change and continuous improvement.
- | Responsibility and integrity of individuals with a commitment to work well done.
- | Respect for the environment, working to minimize any impact.
- | Transparency, public disclosure of all relevant data on our activity.

Dominion firmly believes that relationships should be based on mutual trust, respect and a clear recognition of the dignity for all.

Scope of application

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

For the purposes of this Code of Conduct, "Dominion" shall also mean all companies which Global Dominion Access, S.A. controls or may control, directly or indirectly, with 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 the Code of Conduct, who, whenever possible, should be made aware of the principles and values that inspire it.

The obligation to be made aware of and fulfil the Code of Conduct

Obligated Parties are obliged to be made aware of and comply with the Code of Conduct and to cooperate in facilitating its implementation at Dominion. Obligated Parties are obliged to attend and participate in all training actions they are summoned to attend to obtain appropriate knowledge of the Code of Conduct.

Roles and responsibilities

Compliance Body

Dominion has designated an internal body with autonomous initiative and control powers which it has entrusted, as a general rule, to supervision of the operation and fulfilment of the Compliance Programme and, in particular, Obligated Party compliance with the Code of Conduct and other corporate regulations (hereinafter "**Compliance Body**"). As a general rule, the Compliance Body shall have the following functions:

- | Verifying that the Dominion in-house codes and manuals are implemented;
- | Promoting the disclosure, awareness, understanding and compliance with Dominion's in-house codes and manuals;
- | The overriding and binding interpretation of Dominion's in-house codes and manuals (always subject to the provisions of the in-house codes or manuals in question);
- | Assisting in the resolution of any doubts that may arise in the implementation of Dominion's in-house codes and manuals;
- | Monitoring the efficiency and adequacy of policies and procedures implemented to prevent crime;
- | Ensuring that reports of any breach of Dominion's in-house codes and manuals are received and addressed in an appropriate manner;
- | Ensuring that complaints about alleged criminal offences made by Obligated Parties or third parties through the Whistleblowing Channel are properly received and processed;
- | Ensuring that the appropriate investigations are carried out regarding possible non-compliance, with the possibility of requesting assistance from any Dominion area or department, and proposing the appropriate penalties, if applicable;
- | Assessing the establishment and implementation of control measures to prevent any crimes that could result in the legal liability of any of the companies forming part of Dominion;
- | Promoting the regulations required to develop the Compliance Programme and to prevent infringements;

- | Proposing to Dominion's Board of Directors the modifications and additions to be made to the Programme as deemed appropriate;
- | Proposing to the Administrative Body the adoption of the necessary resolutions concerning the resolution of specific complaint cases,
- | Promoting the preparation and implementation of appropriate training programmes for Obligated Parties on the duties imposed by the Code of Conduct, the Anti-Corruption Policy and applicable legislation, on an annual basis.
- | Annually assessing whether changes should be made in the Compliance Programme, especially in the case of detecting unregulated risk areas and procedures that may be improved, and proposing those changes.
- | Duly publicising the Code of Conduct, and the other documents that make up the programme, to third parties contracting with Dominion.

In all cases, the Compliance Body shall be obliged to:

- | Operate on the basis of prudence and fairness.
- | Keeping all data and any updates implemented confidential.
- | Ensuring there is no reprisal against employees and third parties involved in consultation/communication.
- | Duly informing the Administrative Body of any situation that could constitute a criminal offence.

Management Body

The board of directors of Global Dominion Access, S.A., or, in its absence, the Audit and Control Committee (hereinafter the "**Administrative Body**"), shall approve the Compliance Policy, this Code of Conduct, the internal regulations for its development, as well as the rest of the elements that make up the Dominion Compliance Programme. The Administrative Body will receive regular details from the Compliance Body regarding the implementation of the Compliance Programme and will adopt the appropriate resolutions.

People & Culture Department

The People and Culture Department is responsible for making the Code of Conduct and other internal regulations available to Obligated Parties, organising - in collaboration with the Compliance Body - training to ensure appropriate familiarity with the Code of Conduct and other internal regulations, as well as for developing and applying disciplinary and sanctioning powers with respect to any breaches of the Code of Conduct and other internal regulations.

Department, Area or Division Manager

The directors or people in charge of each division, department, area or function shall ensure that the Obligated Parties who report to them comply with the Code of Conduct and other in-house implementation regulations.

General principles and guidelines regarding conduct

Regulatory Compliance: acting pursuant to Law and ethics

Dominion publicly declares its absolute rejection of any type of illicit and/or criminal practice, expressly stating that such practices are totally prohibited in the organisation, with no exceptions or limits. For this reason, the Obligated Parties must carry out their role in the organisation, not only in strict compliance with applicable legislation, but also without engaging in any practices that are not ethically acceptable under strict standards regarding honesty and moral integrity.

Transparency, integrity and confidentiality of information

Obligated Parties must act in a clear and transparent manner, ensuring that none of their actions could be construed as deceptive.

They must also ensure the reliability and accuracy of financial and non-financial information, both for internal use and the information supplied to the market, providing truthful, complete, understandable and timely information. No member of Dominion personnel shall knowingly provide any incorrect, inaccurate or imprecise information that could mislead the recipient and/or that could affect Dominion's stock market value.

To this end, the following specific standards are described for everyone involved in preparing Dominion's financial and non-financial information:

- | Acting honestly and diligently when preparing financial and non-financial information.
- | Ensuring that all recorded financial and non-financial information relates to transactions and operations that have actually occurred and that they have been recorded at the appropriate time.
- | Ensuring that financial and non-financial information is recorded accurately, reflecting all transactions.
- | Recording and preparing financial and non-financial information pursuant to applicable laws and regulations and generally accepted accounting principles.

- | Complying with Dominion's financial policies and procedures and following an effective internal control system for financial and non-financial reporting.
- | Updating and maintaining all the knowledge required to perform the activities used to prepare financial and non-financial information.
- | Correcting or reporting any errors identified that affect the reliability of financial and non-financial information so that they can be corrected.
- | Informing the Compliance Body of any situation that involves a breach of the standards contained herein.

Obligated Parties shall comply with the obligations regarding discretion, secrecy and confidentiality in relation to the confidential information they possess or which they have access to in order to carry out the tasks inherent to their job or the responsibilities entrusted to them by Dominion. The information shall be used for legitimate purposes and in an honest and responsible manner, and, in the case of information relating to identified or identifiable natural persons, it shall be used in full compliance with the provisions of any applicable data protection legislation. No Obligated Party may disclose Confidential Information either during or after the termination of their professional relationship with Dominion, without the necessary authorisation from Dominion. Refer to the following complementary regulations for further details:

[Information Confidentiality and Protection Policy](#)

Tax obligations and use of public funds

Dominion ensures compliance with the tax and social security obligations applicable to it pursuant with current legislation (filing of tax returns, payment of taxes, registration of taxable transactions, payment of social security contributions, etc.).

Accordingly, the following is explicitly prohibited (i) the illicit avoidance of payments, or obtaining undue profit at the cost of the Public Finance authorities due to Dominion; as well as (ii) the avoidance of paying Social Security contributions and joint collections, unlawfully obtaining refunds of these or taking undue deductions for whatever reason.

It is also expressly forbidden to apply for subsidies, allowances or aid from public administrations on Dominion's behalf, by falsifying data. If such action is proposed directly by the public official or authority, this must be rejected and immediately reported to Dominion's hierarchical superior officer.

Dominion must operate with a transparent and truthful framework, specifically with regards to requests for, application and justification of subsidies, provide true and accurate information in all cases, and monitor how the requested subsidy is used. It is also forbidden to use a public subsidy or fund for any purposes other than those it has been granted for.

Refer to the following complementary regulations for further details:

[Corporate Tax Policy](#)

Combating bribery and corruption

Dominion expressly forbids any conduct or practice of corruption, bribery or influence trafficking in relation to customers, suppliers, trading partners and civil servants or public, national or international institutions.

Accordingly, in their relations with third parties, Obligated Parties must not offer or accept gifts or hospitality that go beyond something that is purely symbolical or that may be interpreted as an attempt to unduly influence commercial, professional or administrative relations.

This prohibition does not include the courtesies that may be considered normal or usual in the market, in reasonable amounts, considering their nature, frequency and amount. In any case, these must be authorised by the person responsible for the unit in question.

Likewise, it is not permitted to give directly, or via third parties, gifts, attention or advantages to public representatives with the objective that they exert influence in favour of Dominion. As such, it is completely prohibited to avail of a personal relationship with the objective of unduly influencing a public authority or civil servant.

Rules Regarding Payments

Any agreement with third parties from which any payment obligation is derived for Dominion must be featured in writing, with a sufficient description of the service in question and including the authorisation of the corresponding person in accordance with Dominion's in-house systems and procedures.

Any payment to be made by Dominion shall have to be made using a nominative cheque or bank transfer, whilst it is expressly prohibited to make cash payments or by using a cheque paid to the bearer without a receipt.

When making any payment, the rules relating to the prevention of money laundering and terrorist financing shall be taken into account.

No payments shall be made to countries or territories considered to be tax havens.

Refer to the following complementary regulations for further details:

[Money Laundering Policy](#)

Public Officials Corruption

Payment or a promise or offer of any kind of payment, commission, gift or remuneration to any authorities, public officials or employees or managers of public companies or bodies, whether either directly or indirectly through people or companies related to them or whether the recipient is the public official or employee themselves or any other person they specified, is strictly forbidden.

Unless they could be interpreted by an objective party as being intended to affect the impartial judgement of the recipient given their regularity, characteristics or circumstances, the following are not included in this limit:

- | Low-value propaganda items.

- | Normal invitations that do not exceed those limits deemed reasonable in typical, social and courtesy usage.
- | One-off gifts for specific and exceptional reasons, provided that they are not monetary and remain within reasonable and modest limits.

Agents, Intermediaries and Assessors

When agents, intermediaries or assessors are required for transactions or contracts involving domestic or foreign public administration, public bodies or public enterprises, the Obligated Party shall take the following measures:

- | Wherever possible, reputable entities in the relevant market or sector and, where feasible, leading companies should be used as agents, intermediaries or advisors, especially where the remuneration of the agent, intermediary or advisor is linked to the success of the transaction or contract.
- | Due diligence mechanisms will be put in place to try find out, as far as is feasible, the people involved and their collaborators, so that the most suitable people are chosen, making reasonably sure that they are trustworthy and will not perform any activities that could involve risks, financial damage or compromise the reputation and sound image of Dominion.
- | The agent, intermediary or assessor who is ultimately contracted shall be notified of the prohibitions set out in this section. Contracts entered into with agents, intermediaries or assessors shall include stipulations that expressly and specifically set out these prohibitions.

Refer to the following complementary regulations for further details:

[Consultant Management Policy](#)

Corruption and Bribery between Individuals

Payment or a promise or offer of any kind of payment, commission, gift or remuneration is strictly forbidden to any employees, managers or administrators of other companies or entities, whether either directly or indirectly through people or companies related to them whereby, failure to comply with their obligations in the contracting of products, services or the purchase or sale of goods, are advantageous to Dominion over its competitors.

Such payments, promises or offers are prohibited whether made directly by a Dominion company or indirectly through partners, employees, agents, intermediaries, brokers, assessors or any other intermediaries.

Unless they could be interpreted by an objective party as being intended to affect the impartial judgement of the recipient given their regularity, characteristics or circumstances, the following are not included in this limit:

- | Low-value propaganda items.
- | Normal invitations that do not exceed those limits deemed reasonable in typical, social and courtesy usage.

- | One-off gifts for specific and exceptional reasons, provided that they are not monetary and remain within reasonable and modest limits.

- | Invitations to sport or cultural events sponsored by Dominion.

Obligated Parties must reject any request by a third party for payments, commissions, gifts or retribution of the kind mentioned in this section and notify these to the Compliance Body.

Refer to the following complementary regulations for further details:

[Anti-Corruption Policy](#)

[Policy on Gifts and Hospitality](#)

Relationships with stakeholders

Shareholders

Dominion's purpose is the continuous and sustained creation of shareholder value and the reconciliation of the interests of all shareholders.

Dominion is committed to providing relevant information to all shareholders, in a transparent, complete, truthful and accurate manner, and to establishing dynamic communication tools with them.

The actions of the Obligated Parties will ultimately be aimed towards protecting and maximising the value of our shareholders' investments, seeking to obtain a reasonable return on these investments.

Customers

Dominion treats its customers fairly and respectfully and does not tolerate any kind of unlawful discrimination. Dominion also guarantees appropriate security measures to detect and correct any corruption actions in its dealings with customers.

Suppliers, contractors and collaborating companies

The selection processes for Dominion's suppliers, contractors and collaborating companies shall be carried out both impartially and objectively, using quality, cost and alignment criteria in line with Dominion's sustainability commitments (ESG) in these processes, avoiding any conflict of interest or favouritism when making selections.

Dominion will promote the execution of audits that may be required to identify and correct any deficiencies or weaknesses in the internal control systems of suppliers, contractors and collaborating companies.

Refer to the following complementary regulations for further details:

[Supplier and Supply-Chain Management Policy.](#)

[Consultant Management Policy](#)

Markets and Competitors

Dominion is committed to strict compliance with antitrust laws. It also undertakes to compete fairly in markets, promoting free competition whilst consistently complying with all current legal regulations.

Obligated Parties shall not engage in discussions, agreements, arrangements, projects or alliances with current or potential competitors with regards to prices, trading conditions, offers, market sharing or any other activity that restricts or may restrict free and open competition.

Refer to the following complementary regulations for further details:

[Antitrust Policy](#)

Governments and Public Authorities

Dominion states its political neutrality and affirms that it does not finance, either directly or indirectly, in Spain or abroad, political parties or their representatives or candidates.

Obligated Parties wanting to participate in political or public activities must do so on a personal basis only and outside working hours.

A Harassment and Discrimination-free Work Environment

Dominion is committed to ensuring a working environment where there is no harassment of any kind, whether it be harassment from one employee towards another, or from an employee towards a customer or supplier or vice versa. It is also committed to ensuring that each individual is treated both fairly and decently. Therefore, any discriminatory practice relating to race, colour, sex, age, religion, ethnic or geographical origin, disability or any other unlawful cause will not be tolerated. However, differentiating between people based on their skills or professional qualities required for a particular job does not constitute discrimination.

Refer to the following complementary regulations for further details:

[Diversity Policy](#)

Respecting Human Rights

As well as seeking to comply with the applicable legislation in force, Dominion is committed to respecting internationally recognised human rights, covering the rights listed in the International Human Rights Charter and the principles relating to the rights established in the Declaration of the International Labour Organisation and the 10 principles of the Global Compact.

Refer to the following complementary regulations for further details:

[Human Rights Policy](#)

Respect for the environment

Respect for and protection of the environment are core values in Dominion's strategy and for this reason it adopts the principles set out in the Global Compact as its own, undertaking to always comply with the applicable environmental legislation in each country it operates in, as well as to

carry out its activities in a way that minimises any adverse effects on the environment, working towards an increasingly sustainable society.

As a result of this, the Obligated Parties must respect the environment, making rational use of natural resources, and making all control measures available so as to minimise the environmental impact caused by the different processes that comprise Dominion's activity.

Refer to the following complementary regulations for further details:

[Sustainability Policy](#)

Social Projects and Donations

In its commitment to the progress and well-being of the communities it is involved with, Dominion actively contributes to their development through donations and social and cultural projects.

All donations must be appropriately authorised and recorded in Dominion's accounting records.

Any kind of donations or financial contributions made to organisations engaged in, or in any way linked to, illegal activities are strictly prohibited.

Refer to the following complementary regulations for further details:

[Social Action Policy](#)

Health and Safety

Dominion conducts its activities striving to maintain a high safety level in its processes, facilities and services, paying special attention to protecting workers, partners, contractors, suppliers, customers and the local environment. It also adopts the preventive measures established in the legislation in force in each country and assumes the commitment that all employees who are required to work at its facilities and work centres do so in the best health and safety conditions.

Dominion provides its employees with the necessary resources and training so that they can carry out their duties safely and in a healthy environment. All workers who carry out their duties at Dominion's work centres (whether in-house or outsourced personnel) are required to be familiar with, attend the training courses offered by the company and comply with the regulations regarding occupational health and safety so as to prevent and minimise occupational hazards.

Finally, the production, consumption, purchase, sale, dealing or possession of substances such as alcoholic beverages, stimulants, narcotics or other narcotic drugs is strictly forbidden on Dominion premises.

Refer to the following complementary regulations for further details:

[Occupational Health and Safety Policy](#)

Conflicts of interest

Conflicts of interest arise when the personal interests of the Obligated Parties, either directly or indirectly, are at odds with or in conflict with Dominion's interests, affect the execution of their professional duties and responsibilities, or personally involve them in any Dominion financial transaction or operation.

To this end, any Obligated Party in a potential or real conflict of interest as a result of activities performed outside Dominion, family relationships, personal assets or any other reason, must immediately notify their department, area or division manager, so that the latter may analyse whether or not such a conflict exists and, as appropriate, exclude the person in question from any involvement in the matter involving a conflict of interest.

Obligated Parties may not, either on their own account or on behalf of others, carry out tasks, work or render services for the benefit of companies in the sector or companies that carry out activities that may directly or indirectly compete with Dominion's activities.

The aforementioned obligation shall also apply to anyone associated with executive directors. To this regard, associated people shall be considered to be a spouse or person in a similar relationship, ascendants, descendants and siblings of the employee himself/herself and his/her spouse, the spouses of the ascendants and descendants and the companies controlled, directly or indirectly by an intermediary.

Refer to the following complementary regulations for further details:

[Conflict of Interest Management Policy](#)

Use of resources and assets

Obligated Parties will not use any resources which have been made available to the persons forming part of Dominion for personal or extra-professional use and/or for activities which are not directly related with Dominion's interests, regardless of whether they are financial or non-financial, which have been made available to them for carrying out their professional activity on behalf of Dominion, and shall be responsible for safeguarding those resources entrusted to them in connection with their work.

Disposal of Assets

Obligated Parties shall guarantee the integrity of Dominion's assets in the execution of their duties so as to preserve and protect them.

To this end, they shall protect and safeguard the assets in their possession or which they have access to while performing their duties, and shall use them in an appropriate manner for the intended purpose they have been entrusted for. In particular, the disposal, transfer, assignment, concealment, etc. of any property owned by Dominion, which may be performed to avoid complying with liabilities to creditors or third parties, is strictly forbidden.

The Use of Electronic and Computer Technology

In particular, notwithstanding other rules and prohibitions included in the specific user instructions for each device, Obligated Parties must use electronic and computer technology made available to them responsibly, in compliance with safety and efficiency criteria, avoiding any unlawful computer use, action or function, or any action that goes against Dominion's regulations or instructions.

It is also forbidden to install or use illegal programmes or applications that do not have an appropriate licence for use or that could damage, destroy, alter, render useless or impair Dominion's systems or those of third parties.

Dominion may perform internal audits to check that Obligated Parties make proper use of the company's IT resources, hardware and software, particularly e-mail and internet. To this end, measures may be taken at any time to monitor and prevent misuse of the Internet and e-mail, amongst other resources.

When Obligated Parties require access to a third party's IT system or application to carry out their duties, they must observe the rules of use the third party has established for this purpose, and unauthorised access to third-party IT systems is strictly forbidden.

Refer to the following complementary regulations for further details:

[Policy on Confidentiality, Use of IT and Assigned Assets](#)

Protection of Personal Information

Dominion takes particular care to safeguard privacy by protecting the personal information provided by its customers, partners, suppliers, collaborating companies, contractors, employees, institutions and the public in general. Obligated Parties shall not disclose any personal data they have access to in relation to carrying out their professional duties on behalf of Dominion. Under no circumstances can such data be processed for purposes other than those legally or contractually provided for.

The collection, storage, use or disclosure of personal data to third parties must be carried out in such a way that is respectful of the individual and pursuant to legal provisions.

Refer to the following complementary regulations for further details:

[Privacy and Data Protection Policy](#)

Industrial and intellectual property

Obligated Parties must respect and safeguard both their own intellectual and industrial property rights (owned by Dominion or the use of which has been assigned to them for any reason) and those of third parties.

Consequently, making copies of patents, registered industrial designs and/or distinguishing signs owned by third parties is prohibited, as is reproducing, plagiarising, distributing or publicly disclosing a literary, artistic or scientific piece of work, without the authorisation of the holders of the respective intellectual property rights.

All documentation or items arising as a result of the work performed by the Obligated Parties as part of their professional responsibilities at Dominion shall be the property of Dominion, with no rights of any kind being held by the Obligated Parties over them.

Notification of queries, non-compliances and irregularities

All Obligated Parties have a corporate channel to report any conduct that may involve any wrongdoing or any illegal actions or any actions that may be considered criminal offences, or which go against this Code of Conduct or any corporate policies approved by Dominion, as well as any conduct or behaviour that could be considered as moral or sexual harassment or gender-based harassment.

This channel can be accessed via the online form available at the [Ethics and anti-harassment reporting channel](#).

As a general rule, the Compliance Board is responsible for the proper operation of the Ethics and Anti-Harassment Channel.

Confidentiality of complaints and prohibition of reprisals

All personal data provided via the Ethical and Anti-Bullying Channel is collected in a confidential manner by Dominion in compliance with the requirements imposed by current legislation regarding data protection. Notwithstanding the rights of the reported person/people pursuant to current regulations, Dominion guarantees the confidentiality of the reporting person's identity

It is strictly prohibited to take any action against the complainant that constitutes retaliation or any kind of negative consequence for having made a complaint. Prohibiting retaliation shall not preclude any appropriate disciplinary actions when an internal investigation establishes that an allegation is not true and has been made in bad faith.

Handling Complaints

The Compliance Body, or the person or position entrusted with this responsibility, shall keep a record of all received complaints. This register shall meet the data protection legislation requirements.

When a complaint is received, the Compliance Body, or the person or position entrusted with this responsibility, shall initiate an internal investigation, unless the complaint is clearly unsubstantiated or relates to aspects that fall outside the scope of Compliance. In these cases, the Compliance Body must acknowledge having received notice of this and of the decision not to open an investigation in the complaints log. This decision shall not preclude the subsequent opening of an investigation should any additional information be received.

In its internal investigation, the Compliance Body may compile all the information and documentation it deems necessary from any area, department or function at Dominion.

Complaints shall be processed pursuant to the provisions of the internal regulations of the whistleblowing channel of the Advisory Group responsible for handling these complaints.

Interpretation

Any doubts arising relating to the interpretation of this Code of Conduct shall be resolved by the Compliance Body, or by the Risk & Compliance department.

Non-compliance

All Obligated Parties must comply with this Code of Conduct and corporate policies. Should the Obligated Parties fail to comply, appropriate penalties shall be applied in line with applicable legislation. This could include dismissal or termination of the professional services rendered. The consequences of non-compliance could affect not only the breaching party, but also those Obligated Parties who, through action or omission, have facilitated non-compliance.

No Obligated Party is authorised to breach the guidelines and provisions of this Code of Conduct, even when responding to a superior's order.

Document sheet

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