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# CRIMINAL RISK AND ANTI-BRIBERY PREVENTION POLICY

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APPROVED BY THE GOVERNING BODY:

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December 2023

**AMENDMENT CONTROL**

<b>VERSION – SECTIONS</b>	<b>REMARKS – DATE</b>
V.0. Initial document	In force since 19/09/2018
V.1. Minor changes in format	Approved by the CBP 22/10/2020
V.2. Adaptation and update of content (global)	Prepared, supervised and approved by the CB in Minutes of 26/11/2021 and by the Governing Body on 03/2022
V.3. Update of the objectives - point on the IIS pursuant to Act 2/2023, of 20th February.	Prepared, supervised, and approved by the CB in the Minutes of 29/11/2023 and Governing Body on 12/2023

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## 1. PURPOSE AND OBJECT

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The Governing Body of CLECE VITAM S.A. (hereinafter CLECEVITAM), acquires and supports the commitment by the organisation to fulfil the laws in force, the internal regulations and ethics principles and values, to which end it provides the necessary resources to implement, develop, maintain and continuously improve an Integrated Criminal Compliance and Anti-bribery System, the objective of which concentrates on prevention, detection and reaction to any kind of criminal risk in general and, in particular, in matters of bribery linked to the different types of corporate business, relationships and processes.

This Policy is aligned with the Governing Principles on Prevention and to catalogue the description of prohibited conduct, the ethical values and rules of conduct recorded in the CLECEVITAM Code of Ethics, such as transparency, legal compliance, respect and dignity for people, respect for human rights and public liberties, honesty, good faith, integrity of conduct and common sense.

## 2. SCOPE

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This Integrated Policy for Prevention of Criminal Risks Anti-bribery is applicable to all activities and compliance is obligatory for all members of CLECEVITAM, regardless of the office or post they hold within the organisation, their type of relationship and geographic location nationwide.

On the other hand, the Policy shall include relations maintained with third parties, business partners, people who act or perform activities on behalf of the organisation, foreign subsidiaries and non-controlled companies, to the extent that these may involve a critical or severe risk to the organisation as established in the due diligence procedures. All these must know and apply it within their scope of professional action.

In the case of companies or entities that are under the control of CLECEVITAM, the Policy shall be applicable by the adhesion formula and/or adoption of the Integrated Criminal Compliance and Anti-bribery System.

### 3. OBJECTIVES

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The main objectives of this Policy are:

- ❖ To follow the criteria of the Code of Ethics that records the commitment by CLECEVITAM to the principles of corporate ethics and transparency in all its fields of action and to regulate ethical, responsible behaviour by all the professionals at CLECEVITAM in performing their activity, and the consequences arising from non-compliance.
- ❖ Implementation and effective development of an ethical culture and compliance with the law among all the members of CLECEVITAM, regardless of the place of work and the location where they perform their duties.
- ❖ Zero tolerance and specific prohibition on performing any criminal or illicit act, or that is contrary to the values and principles of the Code of Ethics, including bribery, with the final objective of ensuring that both internal as well as external relations shall always be presided by the ethical values of CLECEVITAM by an efficient action, focussed on excellence and quality in all its services.
- ❖ Appointment of a collegiate body for compliance in matters of crime prevention, including bribery, equipping it with sufficient material and human resources to carry out its tasks, encouraging ongoing training, in order to assure leadership, autonomy and independence in the duties of office, reporting to and with direct access to the Governing Body.
- ❖ Adequate notification, training, awareness and sensitivity for the members of CLECEVITAM and, eventually, business partners and other interest groups that may require such, regarding the content, requisites and nature of the Integrated Criminal Compliance and Anti-bribery System, in order to achieve maximum efficiency and development of an ethics culture and compliance with the legal requisites in performance of our activities.
- ❖ The obligation for the members of the organisation to report on any irregular fact or conduct arising that might cause risk of a criminal offence or bribery.

In the same line, any third party who has knowledge of or suspects such a situation is required to notify it directly to the Organisation. An Ethics Channel has been created for that purpose, integrated within the Internal Information System, along with its relevant Policy, Procedure and person responsible for the adequate management and processing of irregularities or infringements

reported within the Integral Criminal Compliance and Anti-Bribery Management System, guaranteeing respect for the fundamental rights arising, especially of confidentiality, anonymity and absence of reprisals against the person reporting or informing in good faith.

- ❖ Establishment of procedures to develop and monitor the criminal and anti-bribery compliance system, with the aim of achieving their effective management by establishing the appropriate indicators to evaluate the degree of effective implementation, non-conformities and corrective actions, within an ongoing review and improvement process.
- ❖ Adoption of the relevant disciplinary measures for eventual risks and breaches of the criminal compliance and anti-bribery management system, as well as any illicit or criminal conduct being committed, to which ends this shall be considered a very severe violation due to breaching contractual good faith. All this is notwithstanding any other type of legal or contractual liabilities that may arise from such behaviours.

#### **4. ENFORCEMENT, TERM, NOTIFICATION AND REVIEW**

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This Policy shall come into force right on the date of approval, amendment or update of this document.

It shall be published and distributed for adequate knowledge, being made available for consultation through the corporate web.

CLECEVITAM shall review its content with the frequency established in its documented information system and, under extraordinary noes, when significant circumstances of a legal, organisational nature arise, or any other that may require its immediate adaptation and/or updating.