



Code of Conduct for Business Partner

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CODE OF CONDUCT FOR BUSINESS PARTNERS

TABLE OF CONTENTS

1. PURPOSE
2. SCOPE OF APPLICATION
3. BASIC PRINCIPLES OF CONDUCT
 - 3.1. Integrity and respect for the rule of law
 - 3.2. Professionalism
 - 3.3. Prohibition of Acts of Bribery
 - 3.4. Competition and conflict of interests
 - 3.5. Respect
 - 3.6. Training
 - 3.7. Confidentiality
 - 3.8. Antitrust
 - 3.9. Fiscal Responsibility
4. ETHICS CHANNEL

1. PURPOSE

ACS Actividades de Construcción y Servicios SA and its group of companies (hereinafter referred to as "**ACS**" or the "**Organization**") throughout its history has maintained a firm business commitment with a variety of operators in the market that interact with ACS (hereinafter "**Business partners**") as well as with the people who work for the *Organization* (hereinafter "**Associates of the Organization**"). This commitment is based on **compliance with the rule of law** in force in the respective jurisdictions in which it operates and in terms of the ethical principles that guide the behavior of ACS, which are part of its organizational culture (hereinafter, "**Culture of Compliance**").

Therefore, it is essential that *Business partners* comply with the minimum standards of behavior in alignment with the ACS Group's *Culture of Compliance*, as well as with the ACS policies, whether existing or come to be approved in the future. In the event of the *Business partners* subcontracting part of the activities that they perform for ACS, they must in turn undertake to ensure that said subcontractors comply with the provisions of this document, as well as the rest of the ACS Rules that are applicable to them, as the case may be.

2. SCOPE OF APPLICATION

The content of this Code of Conduct for *Business partners* (hereinafter the "**Code**") derives from the ACS Group's Code of Conduct and is mandatory for all its *Business partners*, regardless of jurisdiction.

The *Business partners* must expressly accept (through their signature and commitment to compliance) the content of this *Code* and, if the circumstances so require, the *Criminal and Anti-bribery Compliance Policy*¹ and / or the Catalog of prohibited behaviors and the parameters of expected behavior.

However, in the event that *Business partners* prove the existence of a Code of Conduct or other internal regulations, in which the respective content is analogous to that which is required by the aforementioned Standards and the *Organization* accepts it, the respective *Business partner* shall be exempted from signing this *Code*.

¹ The Criminal and anti-bribery Compliance Policy is available to all ACS Business Partners, on the corporate website www.grupoacs.com to read and consult, regardless of whether the signing and acceptance thereof is required.

3. BASIC PRINCIPLES OF CONDUCT

The *Business partners* of ACS must, always and in any case, act with integrity, respect for the rule of law and professionalism.

3.1. Integrity and respect for the rule of law

The *Business partners* are responsible for all their decisions and actions being carried out with full respect for the applicable regulations in each of the jurisdictions in which they operate. Likewise, all its actions must be consistent with the principles of conduct and ethical principles contained in the ACS Code of Conduct and the other Rules cited in this *Code*.

3.2. Professionalism

The *Business partners* of ACS must be characterized by their high level of professionalism based on performing their respective activities with integrity, with a focus on excellence in the rendering of the service.

In this sense, their behavior must be based on the following principles of conduct:

3.2.1. Quality in management and respect for the environment²

The work and quality management of our projects generates confidence and an adequate corporate image in the market. Managing with quality is based on, among other aspects, respect for the environment and people.

Therefore, the *Business partners* must undertake the commitment to seek the greatest respect for the environment while performing their business operations, while minimizing the potential negative effects that, the said operations may eventually cause.

3.2.2. Customer focus

All the *Business partners* of ACS must contribute with their best efforts in terms of collaboration, professionalism and a service oriented mentality, in the pursuit of the highest level of customer satisfaction. Likewise, they will seek to improve the level of satisfaction in regards to their customer's expectations and will be proactive in

² The Business partners are expected to have organizational and management models in place that are in alignment with best practices and international standards and provide for compliance with the principles of this Code, such as, with ISO 9001 regarding Quality Management Systems as well as the ISO 14001 regarding Environmental Management Systems.

anticipating their needs. However, achieving the said objectives will never justify non-compliance with the law and the ACS Group's *Culture of Compliance*.

3.2.3. Transparency

All *Business partners* in all its communications, regardless of form, must provide accurate, necessary, complete and timely information regarding the progress of activities related to their performance. They will also maintain the confidentiality of the information that relates to subject-matter that must be kept secret.

3.3. Prohibition of Acts of Bribery³

ACS prohibits any form of corruption, especially bribes both in the public sector⁴, as well as the private⁵. In this sense, the *Business partners* are prohibited from giving or receiving undue payments of any kind, such as gifts, kickbacks or favors that violate the legal uses of the market or that, based on their value, their characteristics or their circumstances, could reasonably be expected to alter the development of commercial, administrative or professional relations.

Likewise, the delivery of gifts and kickbacks in favor of government officials and public employees is prohibited⁶, as well as performing services for free in their favor.

³ The Business partners are expected to have organizational and management models in place that are in alignment with best practices and international standards and provide for compliance with the principles of this Code, such as, with ISO 37001 regarding Anti-Bribery Management Systems.

⁴ Bribery in the public sector: consists of offering, paying, promising, giving, accepting or requesting from a public official an unjustified benefit of any value (financial or non-financial), directly or indirectly, and regardless of their location geographical, contrary to the provisions of the applicable regulations, as an incentive or reward for acting or refraining from acting in relation to the performance of one's duties.

⁵ Bribery in the private sector: occurs when any Associate of the Organization, whether acting alone or through an intermediary, receives, requests, offers or accepts an unjustified benefit or advantage of any nature, for him or herself or for a third party, as consideration to unduly favor another in the acquisition or sale of merchandise, or in the contracting of services or commercial relations.

⁶ Government official: any person who holds a legislative, administrative or judicial office, whether appointed by succession or elected, or any person who exercises a public function, including a public body or a public company, or any official or agent of a public authority, national or international organization or any candidate for public office. The concept of government official includes: (i) An official local government employee or any other person who performs functions in favor of a country or territory, (ii) A person who exercises administrative, legislative or judicial duties, by appointment, election or succession, in a country or determined territory, (iii) An individual from a political party, (iv) A candidate for political office, (v) A person who performs any other type of official functions, both at the governmental and local level, within the government or at any of its branch offices, (vi) An employee or representative of a governmental organization or financed with public money, and / or (vii) An official or agent of an international organization of Public Law.

3.4. Competition and conflict of interests

As a consequence of the principle of ethical conduct and zero tolerance regarding any act of corruption, the *Business partners* of ACS have the obligation to behave in a manner that is consistent with said principles in those matters where there may be a certain type of competition or direct or indirect conflict of interest, while taking the necessary measures to attempt to avoid making decisions affected by a possible conflict of interest.

A conflict of interest is considered to be a situation where business, financial, economic, family or personal interests could interfere with a person's judgment of value in the performance of their obligations before the organization for which they work or provide their services.

3.5. Respect

The *Business partners* of ACS assume the commitment to act responsibly and diligently, in order to identify, prevent, mitigate and respond to the negative consequences that their activities may produce.

3.5.1. Respect for fundamental human and labor rights

It is imperative that the *Business partners*, regardless of the country in which they operate, respect the fundamental human and labor rights, recognized internationally.

It is expected of the *Business partners* that they comply with the directives of the Universal Declaration of Human Rights of the United Nations and the ILO Declaration on Fundamental Principles and Rights at Work.

3.5.2. Respect for occupational health and safety⁷

Respecting the safety and health of people is a primary objective for ACS. Therefore, its *Business partners* must undertake the commitment to provide a safe and healthy working environment for their associates, as well as the utmost respect for occupational safety and health regulations, while complying with the applicable occupational risk prevention regulations.

3.6. Training

The *Business partners* undertake to maintain a policy of training for learning and personal

⁷ The Business partners are expected to have organizational and management models in place that are in alignment with best practices and international standards and provide for compliance with the principles of this Code, such as, with ISO 45001 regarding Occupational Health And Safety.

and professional development of its associates in order to achieve the highest level of productivity, quality and satisfaction in the performance of their duties, as well as in terms of the compliance with the provisions of this *Code*. In particular, the *Business partners* undertake to train their associates on the ethical principles and respect for the Law contained in this *Code*.

3.7. Confidentiality⁸

The business of *ACS* is situated in a sector in which maintaining the confidentiality of the information with which one works is fundamental for the successful execution of the *Organization's* operations, especially in relation to tenders, bids and strategic guidelines. In this sense, maintaining the secrecy and confidentiality of such information is considered to be a top priority for *ACS*.

Therefore, the *Business partners* of *ACS* will comply with their duty of confidentiality regarding all the information they become aware of because of the present or future business relationship they maintain with *ACS*, except in cases where they have received express authorization in writing from the person with authority to do so on behalf of the *Organization*, or in compliance with a court order or regulatory requirements.

In order to fulfill this duty, it is the responsibility of the *Business partners* to adopt sufficient security measures to protect confidential information and ensure that all its associates, within the scope of their relations with *ACS*, comply with this duty.

3.8. Antitrust

ACS respects and encourages free, loyal and honest competition. Therefore, within the framework of the relationships that the *Business partners* maintain with *ACS*, in no case, may they carry out practices in violation of antitrust laws. In this context, the conduct that the *Business partners* should avoid include, but are not limited to:

- Behaviors involving collusion with competitors.
- Policies which exclude certain people or groups of people.
- Use of the market power of their companies to exert unfair pressures on competitors and contractors.

⁸The *Business partners* are expected to have organizational and management models in place that are in alignment with best practices and international standards and provide for compliance with the principles of this *Code*, such as, with ISO 27001 regarding Information Security Management Systems.

- Fraudulent or deceptive conduct directed at the competition.

3.9. Fiscal Responsibility

The *Business partners* undertake to comply with all the tax regulations in force in each country or territory where they are present, refraining from concealing relevant information, illegal circumvention of taxes, obtaining undue fiscal benefits or obstructing the auditing efforts of the authorities. Similarly, *Business partners* will collaborate with the Tax Authorities to provide the required fiscal information in accordance with the applicable laws.

4. ETHICS CHANNEL

ACS makes available to all *Associates of the Organization*, of the *Business partners* of ACS, as well as that of any other third party, a whistle blowing channel through which all acts committed by *Associates of the Organization* or *Business partners*, that are not in alignment with the Code of Conduct of ACS, or with the present *Code* and the Regulations cited herein, in particular those that may have criminal significance, may be transmitted.

For this purpose, ACS has enabled, among others, the following communication mechanisms:

- Email address: canaletico@grupoacs.com
- Mailing address: “Canal Ético, ACS”, Av. Pío XII 102, 28036 Madrid, Spain.

The processing of all communications will be carried out confidentially, that is, while keeping strict secrecy and confidentiality regarding the identity of the complainant, whose data can only be disclosed outside of ACS, as the case may be, to the Public Authority competent in the investigation of the facts in the cases, which should be communicated to said Authority in accordance with the applicable regulations.

Likewise, ACS guarantees indemnity in the event of reprisals against persons who make complaints in good faith.

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