

General and criminal compliance management system



TECNOVE

ETHICAL CODE,
STRUCTURE AND ORGANIZATION

2022

ETHICAL CODE AND GENERAL AND CRIMINAL COMPLIANCE MAN- AGEMENT SYSTEM

INTRODUCTION

This document contains our **Code of Ethics and General and Criminal Compliance Management System — *Compliance*** Program — based on TECNOVE's corporate principles and values. It serves as a guide for our culture of integrity and is mandatory within our company. It establishes the company's guidelines for conduct with customers, suppliers, and competitors, and reinforces the company's corporate business culture, promoting an ethical and responsible climate.

Legal compliance and ethical conduct are new perspectives on business activity that aim to prevent conduct that violates national, regional, or local standards, transnational regulations, or declarations or agreements reached by international organizations.

Therefore, the program seeks to monitor not only compliance with all current legislation, but also with commonly accepted international agreements or protocols that affect business integrity.

In recent times, developed countries have been introducing into their legal regulations the need for companies to commit to designing and implementing *Compliance programs*, in order to prevent, detect and correct any non-compliance that may occur within the company and to publicize and establish among its members a culture of respect for legal standards and ethical principles.

TECNOVE's objective is to establish stable and long-lasting cooperative business relationships based on honesty, transparency, and trust, which minimize the risk of

human and social rights violations and ensure regulatory compliance, particularly in matters related to ethics and integrity of conduct.

The **Compliance** Program It is, therefore, a regulatory framework that brings together legal obligations imposed by current legislation along with ethical values that the company imposes on itself and whose compliance is required of all its members. A *Compliance Program* protects the company from inappropriate conduct by individuals operating within its business. Knowing and applying the standards of this Code is an essential requirement for every professional in the company.

With this **Compliance** Program, TECNOVE is committed to making a positive contribution to society and to both internal and external stakeholders through its actions and expects all groups with which it maintains business relations to adhere to these principles in their own activity, acting in accordance with best practices, complying with internationally accepted standards regarding transparency, business ethics, health, occupational risks, quality, environmental preservation and Human Rights.

With this, we want to demonstrate our recognition of what these values represent and our commitment to their implementation, as well as to eliminate uncertainties to guide all decisions at the various levels of the organization.

Integrity and accountability

Integrity and responsibility, acting prudently to avoid excessive risk, are inseparable factors. All TECNOVE professionals must act responsibly in our actions and in our relationships with third parties. We must build trust, and to do so we must always act in good faith, ensuring the integrity of our behavior. This entails, among other attitudes, complying with the law, acting transparently, taking care of formalities, and maintaining ethical conduct.

Therefore, TECNOVE is committed to:

Respect for and compliance with the laws

- **Know, respect, and comply with the laws in force in the territories or countries in which we operate, as well as the internal procedures and regulations that may apply.**
- Compliance with both the law and the legal system is a primary mandate for TECNOVE at all times and in any location where it conducts business.
- All employees must comply with the laws and regulations of the legal system within which they operate.
- Failure to comply with the law must be avoided under all circumstances.
- Illegal or inappropriate behavior by even one of our employees can cause harm to the company.

Against corruption

- **Maintaining integrity and avoiding corruption is an essential requirement in all actions.**
- Comply with all applicable laws and regulations related to public procurement, including the company's internal anti-corruption policy and laws prohibiting any action intended to improperly influence public officials. Neither directly nor indirectly should you offer, promise, grant, or authorize any action to influence any administrative or official procedure.
- Not to participate in improper negotiations with authorities and/or public officials, nor to offer or grant them or the directors, employees, or collaborators of third-party entities any benefit or advantage of any kind that is outside of legitimate market practices or that could be construed as improperly influencing the normal development of commercial, administrative, or professional relations.

Conducta ética

- Do not accept bribes that could affect your activity.
- Comply with all special regulations governing exports and submit to applicable customs controls in the countries where we do business. Comply with applicable economic embargoes in accordance with international standards, and with any guidelines or procedures affecting the country of origin or destination, or the type of business, object, or material involved.
- The company bases its market operations on the principles of free competition and equal opportunity, rejecting any action aimed at obtaining unfair or illegitimate profit, advantage, or advantage over customers, suppliers, competitors, and other market players.
- Unethical practices or conducts that, even without violating the law, could damage TECNOVE's reputation should not be carried out.
- Compete on the quality and price of our products and services, not by offering undue benefits to third parties.
- At no time will false statements, misleading advertising, or promises be made to a customer or the market regarding the qualities or characteristics of your own or a competitor's product.
- Each employee must be mindful of maintaining and promoting TECNOVE's good reputation in the relevant country.
- Select contractors, suppliers, providers, or collaborators based on criteria of objectivity, impartiality, integrity, competence, and non-discrimination, promoting competition and fair treatment in business, with the aim of being a benchmark for ethical behavior.
- Be socially responsible, participating to the extent possible in the social and cultural development of the local and general environment.

Confidencialidad

- The company's goal is to protect privacy and personal data. All levels of the company must be committed to this objective.
- The company implements security measures established in current data protection regulations based on the sensitivity of the data processed. These measures apply to data stored on electronic media and on paper. Compliance with these measures will be monitored internally, as well as by suppliers. All levels of the company are required to respect and enforce these security measures.

Confidencialidad

- The required discretion and confidentiality must be maintained with regards to the information provided to us for the performance of our work, especially anything that affects the intellectual and industrial property and other intangible assets of the company or third parties with which it is associated.
- Maintain the confidentiality of TECNOVE's information that has not been made public and that affects internal matters concerning the company's organization and equipment, prices, sales, profits, markets, customers, manufacturing, research, development, and other internal and non-public business aspects or figures.
- Maintain confidentiality regarding non-public information relating to suppliers, customers, collaborators, agents, consultants, and other third parties in accordance with legal and contractual requirements.
- Protect confidentiality even after the relevant relationship ends, as the publication of confidential information could harm businesses or customers regardless of the time of publication.
- **Handle and transmit only truthful and relevant information. Maintain clear communication at all times, both internally and externally, based on accurate and verified information.**
- Ensure the traceability of all our negotiations and provide the information necessary for the proper functioning of the internal control systems established by the company, properly documenting commercial relationships and helping to identify or correct deficiencies or weaknesses in management control procedures.
- Maintain effective processes and controls to ensure that transactions are documented and executed as authorized.
- Detect and prevent unauthorized use of information.
- Ensure that company reports, whether included in a public register with an official body or used for private business transactions, reflect complete and accurate data and comply with applicable principles and standards.

Impartiality.

Conflicts of interest

- The company opposes any criminal activity committed within the scope of business activity based on the abuse of power by those within commercial companies who exercise functions, both de facto and de jure, and which disrupt the proper functioning of the company, even damaging the assets of third parties.
- Avoid situations that compromise impartiality in the performance of our duties and report any conflicts of interest that affect our activities or decisions, as well as those that may affect our employees. Any such conflict will be reported, analyzed, and resolved by the appropriate internal body.
- Refrain from participating in any operation in which there could be a conflict between personal interests and those of TECNOVE.
- Avoid conflicts of interest or even the appearance of a conflict of interest, both our own and that of our collaborators.
- Make business decisions in the interest of the company and above personal interests.
- Avoid engaging in activities that may lead to personal interests taking precedence over the interests of the company.
- Inform the management team of any personal interests that may exist in relation to the performance of their professional obligations.
- Avoid using companies with which the company has business dealings for personal activities if any personal advantage could be derived from this.

Efficient use of resources

- Make efficient use of the assets, material, economic, or any other type of resources that TECNOVE makes available to us for the development of our work.
- Use only company equipment (telephones, photocopiers, computers, machines, etc.) that is appropriate, reasonable, and proportionate to the purpose for which it will be used.
- Make intelligent and efficient use of these resources, employing them as much as necessary for the company 's activities but ensuring their proper maintenance.
- Ensure responsible consumption of products that may have an environmental impact. Implement "paperless office" work systems whenever possible.

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Professionalism and respect

- TECNOVE projects the image transmitted by its professionals to the outside world, with the aim of strengthening relationships with public entities, customers, and stakeholders. Therefore, each member of the team must be a driving force behind its values and principles of performance, a job well done, the power of effort, and respect.

Professionalism is skill, training, experience, dedication, and effort.

Respect is attitude, it is quality, it is disposition, it is style, and it is commitment. Respect entails recognizing the value of people and their work, as well as the social and environmental context in which we operate.

Both professionalism and respect require proactivity and effort to improve every day and, on every occasion, collectively and individually.

Therefore, we at TECNOVE are committed to:

Quality and excellence

- **Apply quality and excellence at all levels of business activity.**
- Extend the culture of quality to the entire company and all its activities.
- Delivering quality above customer expectations whenever possible is the key to lasting business success.
- Produce safe products.
- Work with loyalty and good faith, providing the best possible performance.
- Provide the highest possible performance.
- Attempt to satisfy customer needs by responding to defects, errors, and warranty obligations.

Desarrollo profesional

- **Promote teamwork and support the personal development of each professional.**
- Encourage people to connect with the company's objectives.
- Generate a stimulating and collaborative work environment.
- Value personal effort so that merit is recognized and rewarded.
- Encourage people to grow professionally and improve every day.
- Promote the technical and human development of employees, as well as their motivation.

Equality and non-discrimination

- **Consistently respect and promote the principles of equality, diversity, respect for the diversity of people, and non-discrimination.**
- Comply with equality standards and do not tolerate any type of discrimination based on age, race, color, gender, religion, ideology, belief, sex, sexual orientation, social or ethnic origin, physical ability, pregnancy, health status, physical or mental disability, public opinion, union membership, marital status, kinship with other workers, or use of any language. Reject any abuse of authority, workplace harassment, or behavior that violates people's rights.
- Respect the social hiring restrictions for people with disabilities in accordance with applicable legislation, promoting, to the extent possible, assistance and advancement for people with disabilities.
- Maintain a productive environment in which workers are treated with dignity and respect.
- Comply with regulations on wages, working hours, remuneration, social benefits, and rest periods for workers, promoting and maintaining a work-life balance for workers in accordance with applicable legislation and the International Labor Organization Conventions.
- Respect the right to privacy in all its manifestations, with special attention to personal information.
- Respect free choice of employment, rejecting forced or compulsory labor, as well as child labor.
- Fair remuneration based on personal effort.
- Correct treatment defending the dignity of the person.

Occupational safety and health

- **Protect health and strictly comply with occupational risk prevention measures.**
- Protect the safety and health of professionals at work in accordance with the law. Adopt the best possible accident prevention measures.
- Promote healthy lifestyle habits. Avoid the influence of tobacco, alcohol, or drugs in the professional environment.
- It is forbidden to remove or neutralize any safety or ergonomic measures implemented in the workplace.
- All work carried out in the company will be subject to a prior risk assessment and identification of the safety measures to be implemented. These measures cannot be withdrawn.

Environmental protection

- Observe all warnings and signs indicating risk, safety requirements, and prohibitions.

- **Respect the environment by developing prevention policies and avoiding activities that pose environmental risks.**

- Carry out activities in an environmentally friendly manner and continuously improve the company's environmental performance through environmentally friendly production and the preferential use of organic products.

- Ensure compliance with laws and establish work procedures that consider environmentally friendly design, technical safety, and health protection.

- Commit all company employees to their duty to contribute to environmental preservation through their own behavior.

Extension of the commitment

- **TECNOVE expects its suppliers, providers, contractors or collaborators to act in accordance with these principles and:**

- Comply with all applicable laws.

- Respect the confidentiality of information of this nature that is not public.

- Guarantee the privacy of personal data.

- Do not participate in acts of corruption.

- Respect the basic human rights of their employees.

- Comply with laws prohibiting child labor and forced labor.

- Comply with regulations regarding the preservation of occupational health and safety.

- Act in accordance with laws relating to environmental protection.

- Conduct their business relationships with integrity.

KNOWLEDGE AND EXTENSION

The culture of integrity and **compliance** in an organization must be known and applied by all its staff. Therefore, this Code must be fully incorporated into business activity, promoting its dissemination and extension throughout our sphere of influence.

The culture of ethics and **compliance** must begin with the management team and be communicated to all employees through exemplary personal behavior and a clear commitment to these standards. Thus, with this code, the TECNOVE management team assumes a special commitment to becoming a driving force behind these values.

Exemplary conduct is the main channel for transmitting principles that must always be kept alive and in which all professionals who work with us must participate.

Every person in the organization must know, share and value the importance of ethical conduct and incorporate it into their daily activities.

Compliance is a fundamental attitude required and promoted at TECNOVE, is defined as mandatory at all times, in all activities, and under all circumstances through this code. Therefore, the company will assess and encourage compliance, and will accordingly sanction any violation.

APPLICATION REGULATIONS

The TECNOVE professionals must commit to the implementation of this code and accordingly guide their way of working, their relationship protocol with clients and suppliers, their use of available resources, and, ultimately, their way of doing business and creating companies.

The procedures and content of this General and Criminal Compliance Management System will be determined by internal regulations.

REFERENCES

This **Compliance program** It is based on the Conventions and Recommendations of international organizations, especially the United Nations Global Compact (*United Nations Nations Global Compact*) whose **10 basic principles**, to which TECNOVE adheres, are transcribed below:

United Nations Global Compact

Universal Principles in the areas of human rights, labor standards and the environment.

1. Support and respect the protection of internationally recognized fundamental human rights within its sphere of influence.
2. Ensure that they are not complicit in human rights violations.
3. Support freedom of association and the effective recognition of the right to collective bargaining.
4. Support the elimination of all forms of forced or coerced labor.
5. Support the eradication of child labor.
6. Support the abolition of discriminatory practices in employment and occupation.
7. Support a precautionary approach to environmental challenges. Companies should support a preventive approach to environmental challenges.
8. Promote initiatives that encourage greater environmental responsibility.
9. Promote the development and dissemination of environmentally friendly technologies.
10. Businesses must work against corruption in all forms, including extortion and bribery.

Also, this program is aligned with the International Labor Organization Conventions, the United Nations Declaration of Human Rights, and the Organization for Economic Cooperation and Development's Guidelines for Multinational Enterprises.

COMMUNICATION

Any questions regarding the interpretation of this Code or any irregularities in compliance with it should be reported through the following link located on our website:

<https://canaletico.protector-riesgocero.com/Home/ComplaintAc-tion/zcJrlke3kxTmh7v5erjfW40fvFUhLhgrPE5uAPfcdejhtqvWX7gxs8tYmUe6B2dlglACTQ80fstHfHDJ4Qam-hcJrlke3kxTmh7v5erjfW40fvFUhLhgrPE5uAPHFpCjK5wAIL1dPMMBQ61wurlAIL1dPMMBQ61wurl>

By positioning it on the Web, we are informing all our stakeholders that if they detect unethical or illegal behavior on the part of TECNOVE, they should report it.

Likewise, it is open to anyone on our team.

With this we incorporate a new control, self-managed by us.

We are not promoting a "tip-off" culture, as the system protects complainants from any retaliation.

If not, quite the opposite, the culture responsible for highlighting behaviors that are not permitted in our culture, and with zero tolerance for the commission of crimes at TECNOVE.

ORGANIZATION

To implement, develop, monitor, and, where appropriate, correct potential breaches of the Compliance Management System , Tecnove has the following internal body, which acts as a general and criminal compliance body: the Compliance Committee. This body enjoys full autonomy and independence thanks to the express and firm commitment of the company's administration and management. It also has the necessary means to carry out its compliance duties, taking into account the company's characteristics and circumstances.

The Committee's work covers the entire process related to the implementation of this system, its development, monitoring of its compliance, and the analysis of potential breaches, from the moment information about a possible breach is received, through the investigation , labor actions , remediation measures , as well as any legal proceedings that may arise. The Committee's functions include:

- Continuously extend the culture of “ Compliance ” throughout the organization.
- Prevent, detect, and respond with the required diligence to violations of the principles set forth in the program.
- Ensure that reported complaints of compliance violations are appropriately managed, analyzed, and remediated by the relevant departments and management.
- Analyze and promote improvements, to the extent possible, to the general and criminal Compliance Management System , as well as regulatory compliance within the company.
- At least once a semester, the Compliance Committee analyzes the status of the system, its implementation, the main progress made, and relevant information obtained from the different lines and departments.

Regardless of the functions of the Compliance Committee , all of our company's executives must set an example of Compliance and ensure, within their area of responsibility, that business decisions and actions are always made in accordance with current legal provisions and our values and regulations.