

sando

**SANDO GROUP
COMPLIANCE CHANNEL
POLICY**

SANDO GROUP

SANDO GROUP COMPLIANCE CHANNEL P

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1. INTRODUCTION

Grupo Empresarial Sando, S.A. (hereinafter, “Grupo Sando” or “Sando”) is a business group committed to compliance with the law and best practices in the sector.

Today, Grupo Sando is a sustainable multinational construction company with 50 years of experience and specialisation in infrastructure construction and conservation and maintenance services.

Therefore, the aim is to actively prevent and avoid this possibility through the establishment of a robust compliance culture in the organisation. To this end, Grupo Sando promotes compliance with ethical principles, good corporate governance, quality and excellence in the Group’s activity and corporate values (integrity, flexibility, responsibility, innovation, predisposition and commitment).

Grupo Sando’s compliance culture establishes the pillars on which the business model and decision-making are based in an increasingly global and changing environment. As a result, all employees must carry out their activities with a firm commitment to comply with current legislation and regulations, as well as with the values and ethical principles contemplated in the Code of Conduct and the rest of the corporate policies, procedures and internal controls that are applicable.

Grupo Sando considers it a duty to report when an irregularity is witnessed or becomes known to have been committed within the organisation during the performance of its professional functions.

For this reason, Grupo Sando's Board of Directors has set up an Internal Information Channel or System (hereinafter, also “Compliance Channel” or “Channel”) through which any manager, employee, or third party who maintains a commercial or collaborative relationship with the Group may report an infringement in a work or professional context.

This Channel is published on the group's website, <https://sando.compliance.ebisum.com>, in a visible and easily accessible manner. Its configuration allows communications and guarantees the confidentiality of the information and, where appropriate, the anonymity of the informant.

This policy is complemented by the “Communications Management Procedure of Grupo Sando's Sando Compliance Channel”, a document that establishes the guidelines for the reception and processing of communications/complaints.

Likewise, it is hereby communicated that communications can also be made through the external channel to the Independent Authority for the Protection of Whistleblowers or through the External Channel of the European Union.

2. SCOPE OF THE POLICY

This policy applies to all the companies that make up the Sando Group (both Spanish and foreign).¹ For these purposes, “Group” is understood to be: GRUPO EMPRESARIAL SANDO, S.A., and those companies in whose share capital it holds, directly or indirectly, the majority of the shares, participations or voting rights or in whose governing or administrative body it has appointed or has the power to appoint the majority of its members, in such a way that it effectively controls society.

Likewise, this policy will apply to all managers, employees and third parties who carry out a professional and/or work activity in the Group and for the Group.

3. RESPONSIBILITY FOR THE OPERATION AND MANAGEMENT OF THE SANDO GROUP'S COMPLIANCE CHANNEL

Grupo Sando's Board of Directors is responsible for the correct implementation of the Compliance Channel. The Board has delegated the management of the Channel's operation to the Channel Manager, who assumes this function.

Depending on the type of communication, the Channel Manager may request collaboration or delegate to a collaborator the processing of the complaint and, where appropriate, its investigation.

4. GENERAL PRINCIPLES OF THE COMPLIANCE CHANNEL

The principles of action that govern the operation of Grupo Sando's Compliance Channel are as follows:

- **ACCESSIBILITY:** Grupo Sando's Compliance Channel is clear, public and easily accessible to managers, employees and third parties who wish to report any irregularity committed because of their professional performance.
- **RESPECT FOR LEGALITY:** Grupo Sando guarantees Channel is administered and managed in strict compliance with applicable legislation and current internal regulations.
- **CONFIDENTIALITY:** Grupo Sando guarantees the strictest confidentiality of the informant and the other participants during the procedure. Likewise, the

¹ The Board of Directors shall always respect the decision of the administrative bodies and the directors of each company.

confidentiality of all information processed in its processing and resolution is guaranteed.

- **ANONYMITY:** Grupo Sando guarantees that the submission and processing of the communication is carried out anonymously if the informant so wishes.
- **EFFECTIVE PROCESSING OF COMMUNICATIONS:** Grupo Sando guarantees the exhaustive analysis and resolution of any incident submitted through the Channel enabled, as well as any data, information or document provided.
- **PRESUMPTION OF INNOCENCE AND RIGHT TO HONOUR:** Grupo Sando guarantees the right to the presumption of innocence of the person affected/denounced during all phases of the procedure until the closure of the file.
- **RIGHT OF DEFENSE:** Grupo Sando guarantees the right of defence of the person affected/denounced by the communication in the following way: (i) by facilitating access to the file of the communication in certain cases (with the precaution of not revealing the identity of the informant, and if it cannot jeopardise the instruction of the procedure) and (ii) allowing him to give a statement with the assistance (if required) of a lawyer.
- **PRINCIPLE OF FREE EVALUATION OF EVIDENCE:** Grupo Sando prohibits the obtaining of evidence throughout the investigation procedure that may violate the accused's fundamental rights or freedoms.
- **INDEPENDENCE, IMPARTIALITY AND ABSENCE OF CONFLICT OF INTEREST:** Grupo Sando guarantees that queries and incidents will always be handled fairly, uprightly, objectively, independently, and honestly. It also guarantees independence, impartiality, and absence of conflict of interest, ensuring objectivity in all parts of the process.
- **PRINCIPLE OF GOOD CUSTODY PRACTICE:** Grupo Sando guarantees the documentation and archiving of the information obtained because of the procedure, from the filing of the complaint until the closure of the procedure.
- **REASONABLENESS AND PROPORTIONALITY:** Grupo Sando guarantees that the collection of evidence is carried out according to a reasonable and proportionate judgment.
- **NO RETALIATION:** Grupo Sando expressly prohibits any retaliation, threats, coercion, penalties, forms of discrimination, or negative measures adopted to the detriment of the informant because of the information, assuming they are carried out in good faith.

5. GENERAL RULES ON THE COMPLAINT PROCESSING PROCESS

To guarantee the effective processing of communications by the Channel Manager and to guarantee the rights of the people involved, the general rules to be followed are indicated and detailed in the “Communications Management Procedure of the Sando Group Compliance Channel”. The main ones are listed below:

- The whistleblower will make the communication by accessing the Grupo Sando website and selecting the “Whistleblowing Channel” section, which will redirect them to a tool in which they will be informed before they can make any communication about their rights in terms of data protection and guarantees as a whistleblower.
- In the event of an irregularity, the Channel Manager (with the help of a collaborator, depending on the type of infraction reported) must thoroughly analyse the information received, as well as the documentation attached to it.
- If it deems it appropriate, it will request more information be provided.
- Based on the information received, the Channel Manager will decide whether to initiate an investigation if the facts reported indicate an irregularity and will coordinate the actions to be carried out until the final resolution.
- This Channel may serve as a channel for queries or doubts that the Channel Manager will resolve.

6. WHISTLEBLOWER PROTECTION MEASURES

Grupo Sando guarantees a series of protection measures for whistleblowers who have acted in good faith and are motivated by the presentation of the communication.

Therefore, the Panel expressly prohibits acts constituting retaliation, including threats of retaliation and attempted retaliation against whistleblowers who submit a communication.

Retaliation is understood as any act or omission prohibited by law or that, directly or indirectly, involves unfavourable treatment that places the people who suffer it at a particular disadvantage with respect to others in the work or professional context solely because of their status as informants.

In addition to the protection framework mentioned above, a series of measures are established to support the whistleblower, including the following:

- Information and advice.
- Effective assistance from the competent authorities in the event of reprisals.

- Legal assistance.
- Financial and psychological support.

7. RIGHTS AND DUTIES OF THE WHISTLEBLOWER AND THE PERSON AFFECTED/REPORTED

a. Whistleblower Rights

- **Right to confidentiality.** Grupo Sando will provide the necessary means to ensure that all involved in the investigation and resolution of the same are treated with the greatest confidentiality. The identity of the informant shall not be revealed without the express consent of the informant.
- Likewise, the whistleblower may exercise the data protection rights recognised in current legislation.
- If, despite the above, the whistleblower prefers to remain anonymous, the Compliance Channel accepts anonymous complaints.
- Right to non-retaliation. Grupo Sando guarantees that no retaliation will be carried out or discriminatory, disciplinary, or punitive measures will be imposed against the informants motivated by the submission of the complaint as long as the complaint is made in good faith.
- The right not to communicate one's identity to any person, including their hierarchical superiors, other groups and third parties.
- The right to be informed of the resolution or archiving of the complaint.

b. Duties of the Whistleblower

- Duty to act in good faith. Complaints of bad faith or system abuses may lead to disciplinary or sanctioning measures appropriate against the whistleblower or perpetrator of the abuse.
- Duty to provide elements of judgment and the data and documents available to them related to the facts denounced.
- Duty of confidentiality regarding the making of the complaint and its content, as long as it is analysed and resolved.

c. Exceptions to confidentiality

The whistleblower's right to confidentiality shall not apply in the following cases:

- If, in the opinion of the Channel Manager or the person designated as responsible (based on the nature of the infringement reported for the receipt of the

communication), he considers the complaint materially unfounded. It is found, in a well-founded manner, that the whistleblower maliciously made a false statement,² being transferred to the appropriate person in charge, who, where appropriate, may adopt the measures it deems appropriate.

- If it is requested by the national authorities or in the framework of a judicial process for the investigation of the facts.

d. Rights of the person affected/reported

- The right to be informed as soon as possible that they are immersed in an investigation process carried out in application of this procedure due to a complaint filed against him or his actions. The communication above will have as a minimum content the body in charge of management; the facts denounced the rights that assist it, and the procedure for processing the complaint.
- During the processing of the file, the persons affected by the communication shall have the right to the presumption of innocence, the right to defence and honour, and the right to be heard at any time, as well as the same protection established for informants, preserving their identity and guaranteeing the confidentiality of the facts and data of the proceedings.
- The right to access the data recorded (in certain cases), taking care not to reveal the identity of the informant and the right to rectification of inaccurate or incomplete personal data.
- The right to be informed of the information and facts reported succinctly. However, this information may be provided during a hearing if it is considered that its prior provision may facilitate the concealment, destruction, or alteration of evidence.
- The right to be informed of the resolution or archiving of the complaint, if applicable.

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NOTE: This policy was approved by Grupo Sando's Board of Directors at its meeting on July 31, 2024, and is published on the Group's website.

² If the defendant files a defamation claim, the identity of the informant must be communicated to the defendant whenever there is a court order.