



# CODE OF ETHICS

## EDITION CONTROL

EDITION	DATE	COMMENTS
01	27/03/2015	First Draft.
02	19/10/2015	Adequacy of the procedure.
03	02/08/2017	Incorporation penalty regime.
04	14/03/2018	Amendments to the Code of Ethics.
05	14/05/2018	Adaptation of personal data processing to the new Regulation 2016/679 General Data Protection (GDPR).
06	20/05/2019	Adaptation to the new Law on the Protection of Personal Data and Guarantee of Digital Rights (LOPDGDD).
07	05/12/2019	Amendments to de Code of Ethics.

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05/12/19

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05/12/19

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## 1 PURPOSE

The purpose of this Code of Ethics of Construcciones Rubau, S.A. is to establish the values, principles and patterns of behaviour that must apply to all staff of Construcciones Rubau, S.A. in the performance of their professional activity.

## 2 SCOPE

This Code of Ethics is applicable to all companies of Construcciones Rubau, S.A. both in Spain and abroad, to all its employees, senior staff and members of the Board of Directors regardless of their geographical location, hierarchical or functional position.

This Code takes into account the principle of criminal liability of legal entities included in the Spanish legal system and prevents and prohibits the existence of behaviours on the part of the legal representatives, administrators, employees or any person who is subject to the authority of staff of Construcciones Rubau, S.A. which could give rise to liability on the latter's part.

This Code constitutes the fundamental rule that should govern the behaviour of the employees of Construcciones Rubau, S.A. in the performance of their professional activity, as well as in their relations with third parties.

The general principles and the values contained in this Code may be extended through specific policies and procedures on each subject.

## 3 GENERAL PRINCIPLES OF BEHAVIOUR

The following describes the principles and values which must be applied to the staff of Construcciones Rubau, S.A. in the terms described in the previous section.

### **3.1 RESPECT FOR LEGALITY AND ETHICAL VALUES**

All employees, directors and administrators of Construcciones Rubau, S.A. act in strict compliance with the law and respecting the internationally recognised ethical principles contained in the Universal Declaration of Human Rights.

Under no circumstance will Construcciones Rubau, S.A. accept any actions contrary to the principles described in this Code that may compromise the image of Construcciones Rubau, S.A. or the integrity of its members.

### **3.2 RESPECT FOR PEOPLE AND NON-DISCRIMINATION**

The relations between the members of Construcciones Rubau, S.A. are based on professional respect, trust and mutual cooperation. Construcciones Rubau, S.A. firmly rejects any type of harassment as well as any offensive or intimidating conduct affecting the rights of persons.

In the exercise of its professional activity, Construcciones Rubau, S.A. does not accept any kind of discrimination based on race, ethnicity, colour, nationality, age, gender, marital status, sexual orientation, ideology, union affiliation, religion, family status, disability or any other type of condition of its employees.

Construcciones Rubau, S.A. promotes the professional development of its employees and offers them equal opportunities in career development. In this sense, Construcciones Rubau, S.A. applies high ethical standards in all recruitment processes (either for internal or third-party staff).

### **3.3 COMMITMENT TO THE ENVIRONMENT**

#### **3.3.1 WORK ENVIRONMENT**

Construcciones Rubau, S.A. makes available to its employees adequate means for the development of their activity without any risk to their lives and physical integrity. Likewise, Construcciones Rubau, S.A. adopts the preventive measures set forth in the applicable legislation to ensure the health and safety of their employees.

Construcciones Rubau, S.A. has a very high volume of subcontracting, thus, it always strives to ensure the occupational risk prevention measures are implemented by all subcontracted personnel.

### 3.3.2 RESPECT FOR THE ENVIRONMENT AND THE REGULATION AS REGARDS URBAN PLANNING

For these purposes, Construcciones Rubau, S.A. adopts in the performance of its business activity a responsible ethical attitude that brings together the creation of value with sustainable development, including as main objectives the protection of the environment, in compliance with the applicable regulations and minimising the impact its business activities may have on the environment.

In this sense, Construcciones Rubau, S.A. does not carry out the execution of any construction, demolition, remodelling, restoration, etc., without having obtained the pertinent licenses and authorisations.

The employees of Construcciones Rubau, S.A. protect and respect the environment, performing their activity and minimising the environmental impact derived from its execution, endeavouring efficient use of all resources available to them.

For this reason, Construcciones Rubau, S.A. undertakes to comply with the environmental regulations relating to emissions, discharges, radiation, extractions or excavations, noises and any other similar activity in the atmosphere, soil, subsoil or ground water.

In addition, Construcciones Rubau, S.A. undertakes to following safety measures in the manufacturing, handling, transport, possession or marketing of explosives, flammable or corrosive, toxic and asphyxiating substances, or any other materials, equipment or devices that can wreak havoc.

Construcciones Rubau, S.A. undertakes to comply with the urban planning regulations and with industry best practices.

### 3.4 RELATIONS WITH THIRD PARTIES

The professionals of Construcciones Rubau, S.A. in their relations with third parties do not directly or indirectly accept gifts or compensation of any kind intended to improperly influence in their trade, professional or administrative relations, with both public and private entities.

Construcciones Rubau, S.A. does not perform, outside of the normal channels for the procurement of services related to the business of Construcciones Rubau S.A., delivery, promise or offer any kind of payment, commission, gift or remuneration to any employees, directors or administrators of other companies with the aim of obtaining a favourable treatment in the face of competition or obtaining a business opportunity contrary to domestic legislation and, in any case, that could be considered as a bribe.

Rubau employees will not be able to offer or receive directly or indirectly any kind of incentive, bonus, premium or gift. The only gifts and invitations permitted will be those that conform to the uses and customs (advertising material, working lunches).

When a worker receives a gift/invitation, said worker must inform his/her superior and inform the Compliance Officer, who will decide on the rejection or acceptance of said gift/invitation. For the case of gifts/invitations delivered by Rubau employees, these must always be authorised by the employee's superior, and by the Compliance Officer in the event of exceeding the set limit and follow the course of the corresponding approval of expenses.

#### 3.4.1 RELATIONS WITH CUSTOMERS

The relations between Construcciones Rubau, S.A. and its customers shall be governed by the principles of honesty and transparency, always seeking customer satisfaction in the development of business relations.

The employees of Construcciones Rubau, S.A. do not perform actions that could be misleading or generate, directly or indirectly, a deception to customers or any third party, to get them to perform an operation or to procure a product that, in the event of having known its real characteristics, they would not have performed or procured.



### 3.4.2 RELATIONS WITH SUPPLIERS

The relations between Construcciones Rubau, S.A. and its suppliers are based on respect, trust and the search for mutual benefit.

The staff responsible for selecting suppliers avoids conflicts of interest between Construcciones Rubau, S.A. and the contracted third parties, for which a series of principles of transparency and impartiality are followed.

### 3.4.3 RELATIONS WITH THE PUBLIC ADMINISTRATION

In relations with the Public Administrations (in any field: local, regional, state, community and international and including public companies and other public entities or organisations) the employees of Construcciones Rubau, S.A. act according to principles of integrity and honesty, with utmost respect for the rules of behaviour governing relations with public agencies and authorities and rejecting any action that could be construed as bribery, influence peddling or any form of corruption.

In the course of any type of relationship with the Administrations or public companies, no employee of Construcciones Rubau, S.A. may offer, grant, directly or indirectly gifts or handouts, favour or deliver compensation, in cash or in kind, regardless of its nature, to any authorities or officials, when this could in any way influence and link such an action with the adoption of decisions relating to Construcciones Rubau, S.A. by the administrations or institutions concerned.

Likewise, Rubau staff undertake to cooperate with the Public Administration and public officials in relation to any inspection procedure carried out on Construcciones Rubau, S.A.

### 3.4.4 RELATIONS WITH OTHER MARKET AGENTS

Construcciones Rubau, S.A. defends the smooth operation of the market, trust, honesty and professional ethics in the scope of business. Construcciones Rubau, S.A. undertakes to comply with the antitrust regulation, avoiding any conduct that may constitute collusion, abuse or restriction of competition, acting on the markets in a fair manner, without misleading advertising or denigrating practices regarding third parties.

Construcciones Rubau, S.A. also undertakes to comply with the regulations in force and rejects the performance of illicit conduct when applying, in the framework of its professional activity, to public tenders.

Construcciones Rubau is strongly opposed to actions that might unduly influence the outcome of a public auction or tender. Likewise, it is not allowed to accept or request a benefit in order not to participate in an auction; agreements with third parties in order to alter the price of the auction; or the fraudulent abandonment of an auction having obtained the award.

### 3.4.5 RELATIONS WITH CREDITORS

Construcciones Rubau, S.A. undertakes to ensure the integrity of the Group's assets in order to not undermine its creditors.

Assets will be protected and taken care of, in compliance with the internal control procedures, prohibiting any act of asset-stripping or concealment, with a view to not undermining the credit right of said creditors.

### 3.4.6 RELATIONS WITH SOCIETY: CONTRIBUTIONS TO THE AEAT, SOCIAL SECURITY, MANAGEMENT OF GRANTS AND ACCOUNTING TRANSPARENCY

Construcciones Rubau, S.A. assumes as a principle of behaviour, transparency and reliability of financial and accounting information and compliance with applicable standards, reflecting with clarity and precision all transactions, facts and events in the records of the Construcciones Rubau, S.A. organisation.

Construcciones Rubau, S.A. defends a correct tax management as well as social security contributions and the contribution to sustaining public spending, promoting transparency in the performance of all its operations, as well as collaborating with the Spanish Tax Agency and the Social Security Agency.

Construcciones Rubau, S.A. is also committed to compliance with the law, providing the maximum possible cooperation with the authorities in all matters that may be required, including the fight against money laundering and the financing of terrorism.

Construcciones Rubau, S.A. operates under a framework of transparency and truthfulness in the grant applications, providing accurate and truthful information, as well as the follow-up to the grant requested to verify that this has been used for the purpose for which it was requested.

Construcciones Rubau, S.A. does not make any type of contribution or donation, regardless of its nature, to any political parties or trade unions.

### **3.5 GIFTS AND TOKENS OF APPRECIATION**

Rubau employees will not be able to offer or receive directly or indirectly any kind of incentive, bonus, premium or gift. The only gifts and invitations permitted will be those that conform to the uses and customs (advertising material, working lunches).

When a worker receives a gift/invitation, said worker must inform his/her superior and inform the Compliance Officer, who will decide on the rejection or acceptance of said gift/invitation. For the case of gifts/invitations delivered by Rubau employees, these must always be authorised by the employee's superior, and by the Compliance Officer in the event of exceeding the set limit and follow the course of the corresponding approval of expenses.

### **3.6 INFORMATION POLICIES**

Construcciones Rubau, S.A considers information as one of the Group's most valuable assets, thus this Code of Ethics promotes a protected use of the same.

#### **3.6.1 CONFIDENTIALITY**

On an internal level, the employees of Construcciones Rubau, S.A. handle the information to which they have access by reason of their professional activity in a confidential and reserved manner, refraining from using in prejudice to third party and to communicate in any way, any data, information or document obtained during the performance of their activity at Construcciones Rubau, S.A.

The obligation of confidentiality shall remain after the conclusion of the activity at Construcciones Rubau, S.A. and will include the obligation to return any related material in the possession of the employee at the time of the cessation of their relationship with the company.

Construcciones Rubau, S.A. does not allow the use of information from other companies that could be classified as confidential. All this affects both current employees as well as those who may be hired in the future, which will not be able to contribute to their new job documents, files, software or any other type of media containing information from third party companies.

### 3.6.2 PERSONAL DATA PROCESSING

Construcciones Rubau, S.A. guarantees the confidentiality of the personal data of its employees, customers, suppliers and any third party, undertaking to not reveal such data, unless it has previously obtained consent from the concerned parties, it is required to do so to comply with a legal obligation, or in compliance with judicial or administrative rulings.

Construcciones Rubau, S.A. Shall preserve personal data for the time required by the legislation in compliance with the requirements set forth therein.

The gathering, use and processing of personal data must be carried out in such a way as to guarantee the right to privacy of such data, in compliance with legislation concerning the protection of personal data in so far as applicable, in a manner that guarantees the right to privacy of the same, as well as the rights of access, rectification, deletion (right to oblivion), limitation of the processing, portability, opposition and to not be subjected to automated individual decisions (including the development of profiles), set forth in the new Organic Law 3/2018, of 5 December, on the Protection of Personal Data and Guarantee of Digital Rights (LOPDGDD).

### 3.7 USE AND PROTECTION OF ASSETS

The employees of Construcciones Rubau, S.A. guarantee a responsible use of the assets, resources and other means made available to them for the performance of their job.

The employees of Construcciones Rubau, S.A. are not authorised to access computers which are not their own, to handle information or software not provided or authorised by the

company, or to make copies of any programme belonging to Construcciones Rubau, S.A. or third parties.

To this regard, the employees of Construcciones Rubau, S.A. respect the intellectual property and the right of use that corresponds to the Group in relation to the courses, projects, programmes and computer systems; equipment, manuals and videos, knowledge, processes, technology, know how, and in general all other works developed or created therein, either as a consequence of their professional activity or that of third parties. Therefore, its use is carried out in the exercise of the business activity in the Group and all material contained such material shall be returned when required.

During their workday, the employees of Construcciones Rubau, S.A. must solely perform the tasks and activities derived from their relationship with the company. In addition, the corporate media and resources made available (including all sorts of electronic devices and corporate email), are the property of Rubau and their use shall be restricted to their professional activity.

To ensure proper use of these means and resources, Rubau may access these and verify compliance with its internal rules.

Construcciones Rubau, S.A. undertakes to respect the intellectual and industrial property rights belonging to third parties outside the Group. The company prohibits any reproduction, plagiarism, distribution or public disclosure of any literary, artistic or scientific work stored on any media without having obtained prior authorisation from their owners. Likewise, Construcciones Rubau, S.A. undertakes to not make copies of industrial designs and/or registered trademarks.

#### **4 COMPETENCES ON THE ETHICAL CODE**

The Supervisory Body is responsible for ensuring compliance with the general principles of behaviour set out in this Code of Ethics. To this end, it carries out the following functions:

- Dissemination, knowledge and compliance among all employees and managers of Construcciones Rubau, S.A.

- Establishment and management of a complaints channel (P-38), through which the employees of Construcciones Rubau, S.A. may bring to the attention of the Supervisory Body any type of wrongful conduct or breach of the Code of Ethics of which they become aware.
- Interpretation of the content and implementation of the Code of Ethics, as well as resolution of any conflicts that may arise from the application of the same.
- Establishment of the disciplinary system and applicable measures in the event of breach of the Code of Ethics.

In the exercise of its functions as the recipient of complaints, the Supervisory Body ensures:

1. The confidentiality of all data and background as well as of the actions carried out, except for in the event of a law or injunction requiring the relay of the information.
2. The in-depth analysis of any information or document on the basis of which it initiates its actions.
3. The instruction of a procedure appropriate to the circumstances of the case, always acting with independence and full respect for any affected person of Construcciones Rubau, S.A.
4. The indemnity of any employee as a result of the communication of an anomalous action or complaint filed.
5. Rigorously and objectively justify any decision made.

## **5 COMPLAINTS CHANNEL**

The company's procedure P-38 develops the existing complaints channel to inform the Compliance Officer as regards the complaints of offences or breaches within Rubau, in relation to Organic Law 1/2015 on amendments of the Criminal Code and in particular those defined in the company's Prevention Manual.

The complaints form will be sent to the Compliance Officer by email to the address: [denuncias@rubau.com](mailto:denuncias@rubau.com)

## **6 ACCEPTANCE AND COMPLIANCE**

This Code of Ethics will be disseminated to all employees of Construcciones Rubau, S.A.

All employees of Construcciones Rubau, S.A. are obliged to comply with the Code of Ethics from the moment they join Construcciones Rubau, S.A. and for the duration of their professional performance as employees of this company, and they shall record in writing their acceptance of and commitment to the values, principles and standards of conduct contained herein in all aspects of their professional performance.

A failure to comply with the Code of Ethics compromises the reputation and corporate image of the Group, therefore all employees are obliged to bring to the attention of the Supervisory Body any conduct that violates or may violate the Code of Ethics.

## **7 PENALTY REGIME**

Any violation of the policy will result in the imposition of sanctions and disciplinary measures in accordance with the applicable labour legislation in force, without prejudice to the legal consequences and possible sanctions that, where appropriate, may arise. Likewise, also punishing all behaviours that contribute to prevent or hamper the discovery of such violations.

## **8 DURATION**

This Code shall be subject to approval by the management body and shall be incorporated into the internal rules of Construcciones Rubau, S.A., which shall remain in for so long as its cancellation or modification are not approved.

Any type of modification to this Code of Ethics shall require the approval of the Board of Directors.

The Supervisory Body shall be responsible for submitting proposals for amendments to the Board of Directors based on suggestions and modifications proposed by the employees of Construcciones Rubau, S.A., of the future commitments that may be acquired by Construcciones Rubau, S.A. in the performance of its business activity, of the changes that occur in the Group environment and of the legislative changes that may affect the content of the same.