



**Code of Conduct Talleres Zitrón, S.A.**  
Compliance Management System

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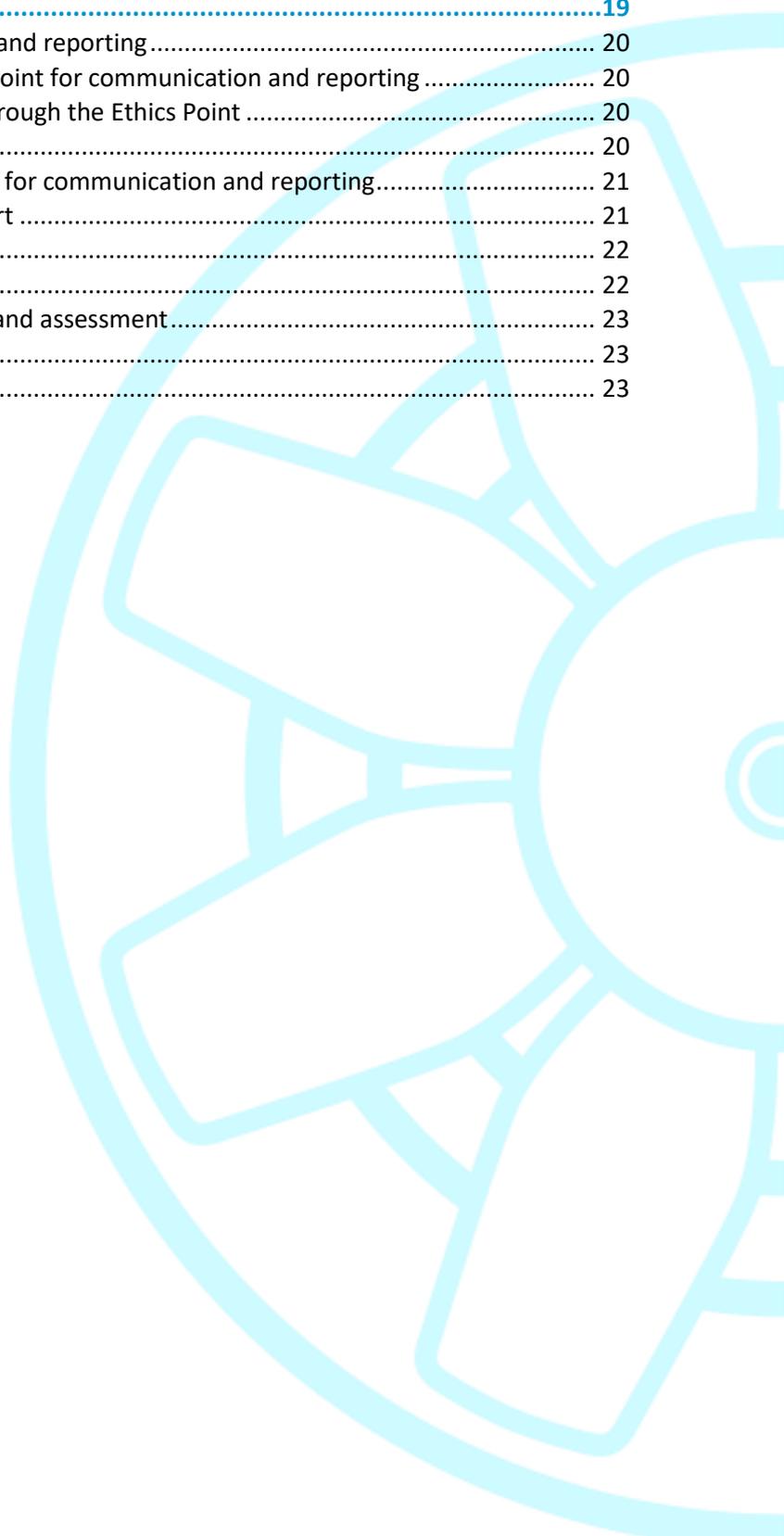
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## 1. Introduction

This Code of Conduct has been formulated in order to unify and strengthen the identity, culture and behavioural guidelines of TALLERES ZITRÓN, S.A. A consistent culture seated on shared principles enhances our virtues and competencies and helps create value for our shareholders and all our stakeholders.

The TALLERES ZITRÓN, S.A. Code of Conduct reflects the company's ethical commitment in the execution of its activities, always based on respect for human rights, and governs the relations with our partners, suppliers, agents or any other type of collaborator.

This Code is not intended to be exhaustive nor does it cover all possible actions regarding our activities; it is an attempt to respond to major eventualities and circumstances that company employees may have to face and it constitutes an express and accurate indication of the values, principles and guidelines governing our daily activities. All TALLERES ZITRÓN

S.A. personnel, from the Board of Directors down, without exception, are bound to strict compliance with this Code.

The entire organisation is committed to this standard and strict compliance with it will contribute to the company preserving its sustainable success and the worthy trust of all our stakeholders and of society in general.

Our commitment is to observe and enforce this Code of Conduct, applying it to all our actions, combined with strict compliance with applicable laws in all our fields of activity. All TALLERES ZITRÓN S.A. employees must comply with the principles set forth in the Code and use the channel that the company provides to report any irregularities and inappropriate behaviour they may witness.

## 2. Purpose

The TALLERES ZITRÓN, S.A. **Code of Conduct** is an express declaration of the company's corporate culture, its values, principles and guidelines designed to govern the relations among employees as they perform their duties; the actions of these with customers, shareholders, suppliers and external collaborators; and relations with public and private institutions and with society in general, in accordance with the law and respecting ethical principles.

It aims to set out the values that should guide the behaviour of TALLERES ZITRÓN, S.A. and help to consolidate a business culture that is accepted and respected by all of its employees and managers.

This Code is intended to ensure the collective enforcement of TALLERES ZITRÓN, S.A. commitments, the effective fulfilment of human and labour rights and the integration of all people into the corporate culture.

The purpose of the Code, which aims to share the corporate values that are part of the business culture of TALLERES ZITRÓN, S.A. with all stakeholders, is to:

- Develop professional, ethical and responsible models of conduct and guidelines that will govern all TALLERES ZITRÓN, S.A. personnel in their daily activities.
- Prevent criminal behaviour and any wrongful conduct by persons bound by this Code in their professional activities.
- Establish the monitoring and control mechanisms needed to ensure compliance.

TALLERES ZITRÓN, S.A. applies the **principle of due diligence** regarding the prevention, detection and resolution of any irregular behaviour related to acts of a criminal or any other nature.

In this sense, the company understands that the above-mentioned principle requires it to, among other measures, **regularly analyse the risks** in this field, to ensure that employees are aware of what is expected of them, **to define responsibilities** with regard to compliance with the Code and to establish a **channel that allows the notification** and quick **resolution of any irregularities**.

The company has procedures in place that enable it to respond to the above-mentioned situations.

### 3. Scope of application

Compliance with this standard is mandatory for **all board members, managers and employees** of TALLERES ZITRÓN, S.A., regardless of the type of contract that binds them, of their position and the place where they perform their duties, as well as all people who provide their services on a temporary basis to the company. References made throughout this standard to "employees" shall be construed as references to all persons referred to in this paragraph.

According to the above, the scope of this Code covers all individuals who belong to the company:

- The members of the Governing Bodies.
- Management staff.
- All employees.

All employees are responsible for knowing, complying with and enforcing the laws, policies and procedures that apply to them in accordance with their functions, responsibilities and workplace.

When entering into business relations with other companies or professionals, the selection criteria shall include that they have in place principles governing their behaviour and management that are similar to those set out in this Code.

In the case of companies in which TALLERES ZITRÓN, S.A. holds a stake and has appointed members to their Boards of Directors, said board members shall propose the implementation of values similar to those expressed in this Code.

The management of TALLERES ZITRÓN, S.A. will dedicate all the means at its disposal to enforce the standards contained in this Code of Conduct.

To ensure that this Code of Conduct is effective, it is essential that all company members understand it. Therefore, **TALLERES ZITRÓN, S.A. will provide all employees with training regarding this Code of Conduct and the obligation of each employee to comply with the same. In addition, this Code of Conduct will be posted on the Company's Website.**

### 4. Corporate values

This Code is one of the main Corporate Social Responsibility elements of TALLERES ZITRÓN, S.A. and is the channel through which the company will develop its **corporate values**, which are listed below:

- Professional ethics, integrity, honesty, fairness, effectiveness and accountability to our stakeholders, in all activities, and always with absolute respect for the law.
- A spirit of excellence and continuous improvement in our professional performance.
- Transparency in the information provided, which must be adequate, accurate, verifiable and complete.
- The creation of value by constantly seeking profitability and sustainable growth.
- A constant commitment to quality, innovation, safety and respect for the environment.

These values are the foundation on which this Code is based and set out the general guidelines that must be observed by all TALLERES ZITRÓN, S.A. personnel in their daily activities.

## 5. Conduct guidelines

### 5.1. Basic principles governing behaviour

#### 5.1.1. Respect for the rule of law

TALLERES ZITRÓN, S.A. assumes the commitment to conduct its business and professional activities in accordance with the legislation in force in each location where it operates, maintaining high ethical standards. In addition, any conduct that, although not illegal, might damage the reputation of TALLERES ZITRÓN, S.A. and adversely affect its interests must be avoided.

**All TALLERES ZITRÓN, S.A. personnel shall observe, while conducting their labour or professional activities, strict adherence to the legislation in force in all the territories where they are working.**

The actions of managers that are contrary to the law or any unlawful instructions or orders they may give do not discharge the employees who follow said instructions or orders of their responsibilities.

No order which contravenes the provisions of a legal rule should be obeyed. Employees may use the established channels in a confidential manner to inform of the existence of such orders.

Every person bound by this Code who is charged or prosecuted in criminal proceedings for actions relating to their activities must report their situation immediately to the Compliance Committee.

All employees must be aware of the laws that affect their work. If necessary, they must ask their superiors or the relevant bodies for the necessary information.

All employees involved in entering, preparing, reviewing or reporting financial information must be aware of and comply with all legal requirements, such as internal rules and procedures that affect their work, with a view to ensuring the reliability of the financial information reported.

#### 5.1.2. Integrity and ethics

Personal and professional integrity and ethics are fundamental and essential assets for TALLERES ZITRÓN, S.A.

Members of TALLERES ZITRÓN, S.A. shall not embark on conducts that involve deceit or seeking unfair advantage.

**Therefore, all TALLERES ZITRÓN, S.A. personnel should exercise their activities with objectivity, professionalism and honesty.**

Always with a constant commitment to quality, innovation, safety and respect for the environment.

#### 5.1.3. Respect for human rights

**All actions performed by TALLERES ZITRÓN, S.A. and its personnel shall scrupulously respect Human Rights and Civil Liberties as enshrined in the Universal Declaration of Human Rights. Pautas de conducta de carácter general**

## 5.2. General guidelines

### 5.2.1. Promoting the reputation of the company

TALLERES ZITRÓN, S.A. has a strong reputation thanks to its extensive experience and to its reliable and loyal team of experts, who are fully committed to the values and style that make up the culture of the company.

**Every single one of its members must participate in the task of strengthening TALLERES ZITRÓN, S.A. and they are all responsible for upholding its reputation.**

### 5.2.2. Loyalty to the company and conflicts of interest

Conflicts of interests arise when the personal interests of employees directly or indirectly clash with the interests of the company, interfere with the performance of their duties and professional responsibilities or involve them, on a personal basis, in economic transactions or operations with the company.

TALLERES ZITRÓN, S.A. acknowledges and respects the participation of its employees in financial and business activities other than those they undertake for the company as long as they are legal and ethical and do not clash with their responsibilities as employees of TALLERES ZITRÓN, S.A.

TALLERES ZITRÓN, S.A. shall always seek to safeguard the interests of all the stakeholders involved in its activities by implementing the appropriate procedures and measures to identify and solve any possible conflicts of interest.

**TALLERES ZITRÓN, S.A. employees must avoid situations that could give rise to a conflict between their personal interests and those of the company; they shall refrain from representing the company and becoming involved in or influencing decisions on any situation that, directly or indirectly, is of a personal interest to them or to people linked to them. They must always act, when discharging their responsibilities, with loyalty and in defence of the interests of TALLERES ZITRÓN, S.A.**

All TALLERES ZITRÓN, S.A. employees shall only serve the interests of the company and, consequently, shall refrain from any private activities or from any mere personal interest that may lead to any conflict of interests. If, despite this, such a situation should arise, they shall notify the Compliance Committee, facilitate its prompt detection and actively participate in solving the situation.

### 5.2.3. Cooperation and dedication

TALLERES ZITRÓN, S.A. fosters an environment of cooperation and teamwork to make better use of skills and resources.

All employees must act in a spirit of collaboration, sharing their knowledge and resources with all other organisational units and people within TALLERES ZITRÓN, S.A. to facilitate the achievement of the company's interests and goals and try to deliver maximum value in all processes involved.

**Employees must work efficiently, making the most of their time and of the resources the company places at their disposal. No activity or service provided externally and that is unrelated to the company's activities should result in any loss of efficiency or productivity during the workday.**

TALLERES ZITRÓN, S.A. promotes a feeling of pride of belonging among its employees. It provides its employees with channels of communication that favour and nurture this feeling of belonging.

#### 5.2.4. Internal control and fraud prevention

Manipulating information:

The falsification, manipulation or deliberate use of false information constitutes fraud. TALLERES ZITRÓN, S.A. assumes information transparency as one of its key principles, understood as a commitment to supply society with reliable information that provides an accurate picture of the company's economic, social, and environmental activities, strategies and performance.

**Employees must transmit said information in an accurate, complete and understandable manner. They shall not, under any circumstances, knowingly provide incorrect, inaccurate or imprecise information that may mislead recipients.**

Employees must **preserve the confidentiality** of the information obtained in the course of their duties and must not use or disclose said information without appropriate and specific authorisation unless there is a legal or professional requirement to do so. Employees must ensure that none of their activities may be construed as an attempt to alter the perception third parties have of the company. In any case, only authorised spokespersons may comment publicly on company activities or results.

**Employees shall clearly and accurately enter transactions, facts and events in the organisation's records and give special care to the reliability of the financial information entered into the company's systems, which will reflect, on the relevant date, all rights and obligations in accordance with applicable regulations.**

If company employees should observe circumstances that, based on their knowledge and understanding, represent a breach of the principles indicated above, they must notify the company immediately through their superiors. TALLERES ZITRÓN, S.A. undertakes to train its employees involved in preparing financial information so that they are aware of, understand and comply with the company's commitments regarding the internal controls of information of this nature.

### 5.3. Relationships with and among people within TALLERES ZITRÓN, S.A.

#### 5.3.1. The working environment

TALLERES ZITRÓN, S.A. strives to create a working environment in which the prevailing aspects are trust and respect for the dignity of individuals, cordiality and teamwork.

**TALLERES ZITRÓN, S.A. expressly forbids any abuse of authority and any other conduct that may generate an intimidating, offensive or hostile work environment.**

Every TALLERES ZITRÓN, S.A. employee shall contribute to creating a pleasant working environment that is rewarding and safe and that encourages people to give the best of themselves.

##### 1.1.1 Equal opportunities and non-discrimination

**TALLERES ZITRÓN, S.A. ensures equal opportunities and undertakes to provide the necessary means to help all employees with their professional and personal development.** Furthermore, it shall not allow any kind of discrimination on grounds of gender, race, sexual orientation, religious belief, political opinions, nationality, social origin, disability, or any other circumstance likely to be a source of discrimination.

### 5.3.2. Respecting other people

Every action of the people who belong to TALLERES ZITRÓN, S.A. shall scrupulously respect Human Rights and Civil Liberties as enshrined in the Universal Declaration of Human Rights.

**TALLERES ZITRÓN, S.A. personnel shall promote the principles of equal opportunity and non-discrimination and contribute to a diverse and inclusive working environment.**

TALLERES ZITRÓN, S.A. rejects any situation of physical, psychological or moral harassment or any abuse of authority, as well as any other conduct that might generate an environment that is intimidating or offensive to the rights of individuals.

TALLERES ZITRÓN, S.A. employees must treat each other with respect; thus, encouraging a pleasant, healthy and safe working environment. All employees are required to treat their colleagues, superiors and subordinates in a fair and respectful manner.

### 5.3.3. Diversity

**TALLERES ZITRÓN, S.A. strives to ensure the integration of its diverse and complex human resources while ensuring the collective application of common internal rules.** All TALLERES ZITRÓN, S.A. employees are expected to respect diversity, display an active attitude toward integration, and promote a strong corporate identity.

### 5.3.4. Careers and training

**TALLERES ZITRÓN, S.A. undertakes to provide the means to contribute to the learning, training and updating of the knowledge and skills of TALLERES ZITRÓN, S.A. employees with a view to promoting their employability and professional careers and to provide greater value to our customers, shareholders and society.**

TALLERES ZITRÓN, S.A. employees, in turn, shall participate in customised training programmes when required and they shall make an effort to make the most of said programmes.

The purpose of these programmes is to provide knowledge that will allow the professional development of TALLERES ZITRÓN, S.A. personnel as well as training in health & safety issues connected with their activities and prevention strategies implemented by TALLERES ZITRÓN, S.A.

### 5.3.5. Occupational health & safety

**TALLERES ZITRÓN, S.A. promotes occupational health & safety policies and adopts preventive measures set out in current legislation. It also undertakes to provide the necessary means to minimise occupational hazards for TALLERES ZITRÓN, S.A. personnel and for any subcontracted staff.**

All TALLERES ZITRÓN, S.A. employees must know and comply with occupational health & safety rules and ensure their own safety and that of other employees, customers, suppliers, collaborators and, in general, of any person who may be affected by the company's activities and they must anticipate the necessary preventive measures to generate the best possible conditions regarding occupational health & safety.

### 5.3.6. The right of association

**TALLERES ZITRÓN, S.A. promotes and respects the rights of freedom of association and negotiation in the workplace.**

### 5.3.7. Protection of personal data

TALLERES ZITRÓN, S.A. requests, from its workers, customers, and third parties, the personal information needed for the correct management of the business and to comply with legal requirements.

Furthermore, TALLERES ZITRÓN, S.A. has or may have access to corporate information on customers, suppliers, possible competitors, and other third parties.

Any information not in the public domain is considered private and confidential and, therefore, the necessary measures are put in place for its appropriate processing and to preserve its integrity, availability, and confidentiality.

TALLERES ZITRÓN, S.A. takes particular care to ensure the right to privacy by protecting any personal data entrusted by its customers, partners, suppliers, cooperating businesses, contractors, employees, institutions and the general public.

**TALLERES ZITRÓN, S.A. employees shall not disclose any personal data received from customers, partners, suppliers, cooperating businesses, contractors, other employees, public administrations and the general public in order to ensure, in accordance with applicable law, the privacy of these parties and their trust placed in the company.**

**TALLERES ZITRÓN, S.A. and its employees shall observe all personal data protection regulations established by law, international agreements and internal rules and, with this end in view, shall not collect, process, store, preserve, communicate or use personal data in any way that contravenes the said rules; respecting at all times the legitimate rights of the owners of said data. More specifically, the company's Security Document for the Processing of Personal Data will be applied.**

### 5.3.8. The use and protection of company and third-party assets and resources

TALLERES ZITRÓN, S.A. makes available to its employees the necessary resources to perform their professional activities and undertakes to provide the means for their protection and safety.

All employees must use the company's resources responsibly and appropriately within the field of their professional activities. Furthermore, they must protect and preserve them from any inappropriate use that may damage the interests of the company.

These include any TALLERES ZITRÓN, S.A. or third-party intellectual property, facilities, equipment and financial resources.

**The computer or communications equipment and systems that TALLERES ZITRÓN, S.A. makes available to its managers and employees must be used exclusively to perform their professional activities. However, in exceptional cases when these resources are used for personal purposes, their use must be minimal, reasonable, appropriate and in line with the principle of contractual good faith.**

Any Information & Communications Technology resources that TALLERES ZITRÓN, S.A. makes available to its employees and managers **shall not be used to disseminate personal opinions on behalf of the company or to access, for the same purposes, forums or social media, unless express consent has been provided.**

**The computer equipment and systems belonging to TALLERES ZITRÓN, S.A. may not be used for the following:**

- **Store or distribute or visit Internet sites that contain inappropriate material that violates the human rights to privacy, honour, image, religious freedom; or the dignity of people, such as racism, xenophobia, advocating violence or terrorism, and pornographic or sexist material.**

- **Use, enter, download, copy, transmit, reproduce, distribute or store any type of software, published work or invention protected by intellectual or industrial property rights without the relevant license or authorisation.**
- **Conduct or participate in mass electronic mailings consisting of chain letters, jokes or inappropriate images.**

The use of files or programmes from external sources may pose a serious risk to the safety of TALLERES ZITRÓN, S.A. and/or constitute an infringement of intellectual property if the relevant licenses or authorisations are not acquired.

For these reasons, **the use of unauthorised software and the downloading of content or any other behaviour that may pose a risk of introducing viruses or any other element that may pose a hazard to computer safety into the TALLERES ZITRÓN, S.A. network and that may also violate intellectual property rights is forbidden.**

All TALLERES ZITRÓN, S.A. employees undertake to comply with the Information Technology Resources Usage Procedure prepared by the company's IT Department, which describes the acceptable use of technological equipment and resources.

Any TALLERES ZITRÓN, S.A. personnel with access to confidential information shall protect it and shall not disclose or misuse it.

All TALLERES ZITRÓN, S.A. personnel undertake to respect third-party industrial property (patents, models, brands, and other rights), acquiring, if necessary, the relevant licenses or authorisations from the legal owners of said rights.

## 5.4. Relationship with the market

### 5.4.1. Quality and innovation

TALLERES ZITRÓN, S.A. works on a daily basis to achieve the highest levels of quality in all our products and services. **With this in mind, the company provides its employees with its best and most advanced technical knowledge, the best technologies and materials available and promotes the involvement of the workers in innovation.**

Every TALLERES ZITRÓN, S.A. employee is responsible for the correct use and protection of the assets and resources provided by the company to perform high-quality and innovative work.

TALLERES ZITRÓN, S.A. personnel shall display the necessary professionalism, commitment and initiative to achieve this goal.

### 5.4.2. Information transparency and accuracy

TALLERES ZITRÓN, S.A. undertakes to provide information on the company that is complete and accurate. It also undertakes to work with supervisory or inspecting bodies and agencies whenever required to facilitate its administrative supervision.

**TALLERES ZITRÓN, S.A. personnel shall ensure that all operations of economic significance performed on behalf of the company appear clearly and accurately in the relevant accounting records and provide a true and fair picture of the transactions performed.**

Accounting principles and standards must be followed strictly, complete and accurate financial reports shall be prepared, and the appropriate internal controls and procedures shall be in place to ensure that any financial and accounting reports prepared comply with applicable law, regulations and requirements.

Any behaviour that may lead to circumventing tax obligations or to obtaining benefits at the expense of the Treasury, National Insurance and similar agencies is expressly forbidden.

#### 5.4.3. Management of operation to prevent illicit payments

With a view to preventing any illicit payment, **operations involving funds belonging to TALLERES ZITRÓN, S.A. must be performed with due diligence and in accordance with the duty of care required and, in any case:**

- They must be related to the corporate purpose or to Corporate Social Responsibility activities.
- They must be duly authorised.
- They must be duly documented and recorded and the stated purpose of the transaction and its actual purpose must fully agree.
- The legal destination of the payments made must be ensured by confirming the actual ownership of the accounts into which the funds will be paid; this ownership must always match the third-party data in each case.
- A reasonable proportion must exist between the economic amount paid and the service received or the product acquired.

To minimise the risk that any operation entered into with TALLERES ZITRÓN, S.A. will be used for illicit purposes, **the following warning signals that may indicate a possible opaque operation should be taken into account:**

- Payments made or requested in a currency other than the one specified.
- Payments made or requested in cash or equivalent system.
- Payments made from and requested to be made to countries with no relationship with the operation, including tax havens.
- Requests of overpayments.
- Operations performed through an unknown or unnecessary intermediary.

#### 5.4.4. Confidentiality

Information is one of the main business management assets. All TALLERES ZITRÓN, S.A. personnel shall use this resource with utmost care, preserving its integrity, confidentiality, and availability and minimising the risks arising from its disclosure and misuse, whether inside or outside the company.

**All employees who enter any information into the TALLERES ZITRÓN, S.A. computer systems shall ensure it is accurate and reliable. All employees must keep the strictest level of confidentiality regarding any private information to which they have access through their activities and must refrain from using it improperly for their own benefit or that of a third party.**

#### 5.4.5. Respect for free competition

TALLERES ZITRÓN, S.A. undertakes to compete in the markets in a fair manner, promoting free competition for the benefit of consumers and users and complying with applicable laws in this respect in the various countries where it operates, avoiding any actions that involve any abuse or violation of free competition.

**TALLERES ZITRÓN, S.A. employees shall avoid any conduct that may constitute any abuse or restriction of free competition, they shall not engage in unfair actions or illegal advertising of their business activities, nor of those of the competition or third parties, and they shall avoid any conduct that constitutes or may constitute any abuse or illegal restriction of competition. Information obtained from third parties, including information on the competition, shall exclusively be obtained in a legal manner.**

Furthermore, and regarding the participation of the company in tenders, competitions and public auctions, the necessary principles will be observed to ensure respect for the free price formation resulting from the said situations and, in general, in compliance with the laws in force.

#### **5.4.6. Relationships with customers**

TALLERES ZITRÓN, S.A. assumes, leads and promotes a commitment to quality and operates under recognised and standardised practices. The goal of all its employees should be to achieve the highest levels of quality and excellence in the provision of its services, seeking long-term relationships based on mutual trust and respect.

#### **5.4.7. Relationships with suppliers**

Supplier selection is based on an impartial and objective process.

All TALLERES ZITRÓN, S.A. personnel shall apply, during these processes, applicable quality, opportunity, cost, and sustainability criteria; always acting in the best interests of the Company. Furthermore, they shall promote awareness among suppliers and agents of this Code so that the principles contained in it can be applied.

**Within the scope of private business relationships, it is forbidden to offer any type of illicit advantage to people from other companies with responsibilities over the acquisition or contracting of goods or services to influence them to fail to fulfil their duties and opt for our services or products instead of those of a competitor.**

**It is equally forbidden to give the employees or managers of other companies gifts, invitations or incentives, in accordance with the provisions of corporate policies governing these aspects.**

**More specifically, TALLERES ZITRÓN, S.A. employees may only offer or accept reasonable invitations or symbolic gifts that are appropriate in virtue of the circumstances, good customs and generally accepted business practices. In any case, they may not accept or offer gifts, details or presents that exceed a value of €1,000, individually or jointly, in relation to the same person or entity. If in doubt, notify the Compliance Committee of the situation as soon as possible so that it can assess the suitability of accepting or not.**

#### **5.4.8. The prevention of money laundering and terrorist financing**

TALLERES ZITRÓN, S.A. is not bound by Law 10/2010 on the Prevention of Money Laundering and Terrorist Financing.

However, employees must comply with all legal and professional obligations that, in each case, may be applicable to any professional actions they undertake.

To prevent and avoid the laundering of money from criminal or illegal activities, TALLERES ZITRÓN, S.A. employees, in addition to their general duty to comply with applicable laws, must pay special attention in cases where there is evidence of any lack of integrity of the individuals or entities with which they are conducting business, such as:

- Cash payments deemed unusual given the nature of the transaction, payments made through bearer cheques, and payments made in currencies other than those specified in the contract or agreement, or on the invoice.
- Payments made to or through third parties not mentioned in the relevant contract or agreement.
- Payments or charges to an account that is not the usual account used in transactions with a certain person or entity, if the destination of the funds transferred is unknown.
- Payments to individuals or entities resident in tax havens or to bank accounts opened in branches located in tax havens.
- Payments to entities for which, given their legal status, it is not possible to identify their partners or ultimate beneficiaries.
- Extraordinary payments not provided for in the agreements or contracts.
- Payments processed urgently. When in doubt or when employees observe irregular payment situations or money laundering, they must notify the company through their superiors or the Compliance Committee.

In addition, TALLERES ZITRÓN, S.A. states its firm commitment to the values and principles set out in the Code and shall not tolerate practices that may be considered irregular in its relations with customers, suppliers, partners, competitors, and other third parties or stakeholders.

## 5.5. Community relations

### 5.5.1. Protection of the environment and spatial planning

TALLERES ZITRÓN, S.A. is firmly committed to the protection, preservation and improvement of the environment and of nature and, therefore, it conducts its activities under the following premises:

- Efficiency in resource consumption.
- Minimal negative environmental and social impact.
- Prevention of pollution.
- Protection of ecosystems, historical, cultural and archaeological heritage and of the socio-economic environment.

When performing their activities, all TALLERES ZITRÓN, S.A. personnel should strictly comply with environmental protection laws and other general environmental provisions, as well as with legal and regulatory safety rules in each case.

### 5.5.2. Corruption, blackmail and influence peddling

Managers and employees, as well as any other outsourced individual providing services to TALLERES ZITRÓN, S.A. in its relations with domestic public administrations, third countries, international organisations, or with other individuals must behave in a way that does not induce a civil servant, public authority or an individual to violate their duties of impartiality or any other legal precept.

From this obligation derives:

- The absolute prohibition to offer any civil servant, authority or individual, directly or indirectly, any type of gift, remuneration of any kind, or undue advantage, to sway them to violate their obligations and favour the company or related entities. The prohibition also extends to the case in which a prior request to a civil servant, authority or individual is answered.

- **The prohibition of any type of behaviour or activity intended to influence illicitly the conduct of a civil servant or authority to make or not make a decision that may favour the company or related parties.**
- **The prohibition to receive, solicit, or accept any type of unjustified benefit to favour a party in the granting of a benefit or advantage or from whom a benefit or advantage is expected in breach of their obligations.**

**TALLERES ZITRÓN, S.A. does not support the giving of gifts, invitations or courtesies to authorities, civil servants, or individuals that exceed the criteria established in section 4.4 of the Code.**

This prohibition also extends to people who are closely related through family or friendship to the civil servant, authority or individual.

### 5.5.3. Bribery

TALLERES ZITRÓN, S.A. states its rejection to influencing the will of people outside the company to obtain any benefit through the use of unethical means. The company shall not allow other people or entities to use these means with their employees.

**TALLERES ZITRÓN, S.A. employees must act in accordance with applicable laws and under no circumstances may they resort to or tolerate the bribery of third parties. They may not receive, whether directly or indirectly, any type of payment in cash, kind or any other benefit from, or give them to, any individual at the service of any entity, whether public or private, political party or candidate to public office with the intention of illicitly obtaining or maintaining any type of business or other benefits.**

### 5.5.4. Gifts, presents and courtesies

TALLERES ZITRÓN, S.A. employees, based on the position they have in the company, may not accept gifts, courtesies, services or any other type of favour from any individual or entity that may affect their objectivity or influence a commercial, professional or administrative relationship.

**For the purposes of this rule, gifts or courtesies allowed shall be understood to be those that simultaneously meet requirements below:**

- **They are allowed by applicable laws in each country and covered by the ethical principles of their respective culture and internal rules.**
- **They are not contrary to the ethical and transparency values adopted by the company.**
- **They do not damage the image or reputation of the company.**
- **They are delivered or received in a transparent manner on an occasional basis in virtue of generally accepted commercial practices or social customs, or consist of items or courtesies with a symbolic or economically irrelevant value.**
- **Do not consist of cash amounts or shares or goods that can be easily transformed into cash.**

The gifts or courtesies offered to, or received from, employees that do not meet the requirements of this rule, and are therefore not allowed, **must be rejected or returned**. In any case, when employees have doubts whether a gift or invitation is reasonable or acceptable, **they should consult, in writing, their immediate superiors or, if relevant, the Compliance Committee**. In addition, when employees maintain relationships in virtue of their activities with contractors, customers, or suppliers of TALLERES ZITRÓN, S.A., they may not obtain, in private purchases they make from said parties, any discount or favourable conditions for themselves or third parties that exceed the general conditions offered to other TALLERES ZITRÓN, S.A. employees.

### 5.5.5. Reception of private deliveries

Receiving private deliveries at TALLERES ZITRÓN, S.A. facilities is forbidden unless authorised by the management. If said authorisation is given, the company may not be held liable for the loss, damage or theft of private packages.

### 5.5.6. Relations with governments and authorities

**TALLERES ZITRÓN, S.A. expresses its political neutrality and declares that it does not finance, either directly or indirectly, in Spain or abroad, any political parties or their representatives or candidates.**

Relations with the authorities, regulatory agencies and public administrations shall be conducted under the principles of cooperation and transparency. TALLERES ZITRÓN, S.A. acknowledges the right of employees to exercise their freedom of expression, political ideas and, in general, to take up public office if and when this does not interfere with their professional activities, takes place outside of working hours, and in a way that does not lead an external observer to link TALLERES ZITRÓN, S.A. with a specific political option or idea.

With a view to determining the existence of eventual incompatibilities, company employees shall notify their superiors of their acceptance of any public office.

All TALLERES ZITRÓN, S.A. employees shall act with honesty and integrity in all their contacts or transactions with the authorities or employees of governments or public administrations, ensuring that all the information and certificates they submit, as well as any statements made, are accurate, clear and complete. Furthermore, they shall not obstruct any requests for information by civil servants or hinder compliance with any other role they may perform in the legitimate exercise of their powers, provided they are protected by and comply with applicable laws. Specifically, they will comply with administrative and judicial resolutions of an executive nature that affect TALLERES ZITRÓN, S.A., unless their execution is legally suspended.

## 6. Monitoring and control

**The people bound by this Code are required to be familiar with its content and the values on which it is based.**

**Equally, they must respect it and held the rest of the team to comply with it. This Code is dynamic and is open to the participation of all.**

Any suggestions for improvement, any queries or criticism must be brought to the attention of the Compliance Committee, which is responsible for ensuring compliance with this Code and, therefore, to promote its dissemination, and for any specific training required for its correct application.

The importance that compliance with this Code of Conduct has on the activities of the Company requires the provision of the necessary material and human resources to achieve this goal.

### 6.1. Compliance committee

**The Compliance Committee is responsible for implementing the criminal liability prevention model in the company and its continuous improvement. The Committee shall consist of:**

- **The General Manager.**
- **The Chief Financial Officer.**
- **The Head of the IT Department.**

- **The Company's Legal Counsel.**

**The Compliance Committee will prepare and update the Company's criminal liability map and will propose, to the Board of Directors, any measures and controls it deems necessary to improve the criminal liability prevention model.**

To supervise the operation and compliance of this system, the Compliance Committee has autonomous initiative and control powers.

The Compliance Committee shall meet at least once a year. It shall also meet as many times as required, if necessary. Compliance Committee members may delegate their powers, except when there are personal matters that cannot be delegated or regarding which there may be a conflict of interest, to attend a meeting.

Any member of the Compliance Committee may require the presence of any manager, employee or professional at the meetings if their presence is deemed necessary to find a solution in relation to the issue being discussed.

## **6.2. Ethics Point for communication and reporting**

TALLERES ZITRÓN, S.A. managers and employees are required to report any illicit behaviour, irregularities and breaches of which they are aware. These reports, in addition to serving as a way to discover possible irregularities, are an essential tool to ensure the Code of Conduct deploys all its powers and to improve our prevention system and quality rules continuously. Workers should not believe they are working in the interests of the Company when they conceal a fact or incident that violates the law of the company's Code of Conduct.

All TALLERES ZITRÓN, S.A. employees are required to notify their superiors or the Compliance Committee regarding any breach or violation of this rule that they may witness when performing their activities, using the formal channels established, as soon as they are aware of the said facts.

The activities of TALLERES ZITRÓN, S.A. may reveal new conflicts of interest and ethical dilemmas where it is not always easy to apply the provision of this Code. These queries should be submitted to the Compliance Committee through the established channels to be solved. The Compliance Committee shall arbitrate the Ethics Point for communications with the company so that all employees and stakeholders may submit queries regarding working and/or professional issues or report a possible breach of or non-compliance with the Code, ensuring the confidentiality of those who use the said Ethic Point Channel.

Equally, reports processed shall be dealt with by conducting a comprehensive analysis of possible breaches of the Code, the respect for the people allegedly involved, and the Committee will ensure that there is no retaliation of any kind against the people reporting the events, in good faith, in accordance with the provisions governing its operation.

The Ethics Point for communication and reporting is confidential and accessible via EMAIL by writing to [ethicspoint@zitron.com](mailto:ethicspoint@zitron.com) (standardised communication/reporting form on the Company's website).

## **6.3. Disciplinary system**

No employee, regardless of their level or position may request other employees to violate this rule. Equally, no employee may justify any improper conduct by invoking the orders from their superiors or pleading ignorance of this rule.

Specific or additional regulations that develop this Code of Conduct may be established that include certain corrective measures in the case of non-compliance.

TALLERES ZITRÓN, S.A. shall exercise all legal or disciplinary measures it deems necessary, in accordance with current legislation, to avoid the breach of this Code.

Any inappropriate behaviour, and therefore subject to legal or disciplinary penalties, shall not only affect the individual who breaches the Code but also those who, by action or omission, approves said behaviour or is aware of said breaches and does not try to remedy them immediately.

No retaliation of any kind against the people who report, in good faith, the breach of applicable laws, rules and regulations, or of the company's internal policies and procedures shall be tolerated. Any retaliation may give rise to disciplinary measures, including dismissal.

## 7. Financial asset management

TALLERES ZITRÓN, S.A. undertakes to allocate the necessary financial resources to implementing and communicating this Code of Conduct.

## 8. Validity

This Code of Conduct shall come into force on the day it is published on the Company's Website and shall remain in force until it is updated, reviewed or repealed.

The Code shall be reviewed and updated at the intervals indicated by the Board of Directors. Any eventual reviews and updates shall be based on commitments acquired by TALLERES ZITRÓN, S.A. regarding Corporate Social Responsibility and Good Governance and, in any case, to changes affecting the Company's activities and applicable laws in force.

## Appendix Ethics Point



## Appendix 1.1 Ethics Point for communication and reporting

1. The company has established an Ethics Point for communication and reporting to encourage compliance with the law and with the rules of conduct set out in this Code of Conduct.
2. The establishing of this Ethics Point is without prejudice to any other mechanisms or channels established in accordance with the corporate governance system or that the Hazard Audit and Supervision Committee may consider appropriate to enable the reporting of potentially significant irregularities of a financial and accounting nature that may be detected within the company.
3. The Ethics Point is a transparent channel used by company employees to report conducts that may involve the commission of irregularities or acts contrary to law or to the rules of conduct covered by this Code of Conduct.
4. Communications addressed to the Ethics Point may be sent via email to the Compliance Committee, [ethicspoint@zitron.com](mailto:ethicspoint@zitron.com).

## Appendix 1.2 Principles governing the Ethics Point for communication and reporting

1. Workers who have reasonable grounds to suspect any irregularity or an act contrary to the rule of law or to the rules of conduct set out in this Code of Conduct by which they are specifically bound has been committed should report it through the "Ethical Point". In any case, said reports should always meet the criteria of truthfulness and proportionality. This mechanism may not be used for purposes other than those that pursue compliance with the rules contained in the Code of Conduct.
2. The identity of the person reporting any irregular action through the Ethics Point shall be considered confidential information and, therefore, shall not be communicated to the person reported without the consent of the complainant, thus, ensuring the anonymity of the complainant and avoiding any type of retaliation by the party reported as a result of the report.
3. TALLERES ZITRÓN, S.A. undertakes not to retaliate in any way, whether directly or indirectly, against professionals who have used the Ethics Point to report actions of the type covered in section 1 above.
4. Notwithstanding the foregoing, the data of the persons making the report may be provided to administrative or judicial authorities insofar as they may be required by said authorities as a result of any proceedings derived from the report and to the people involved in any subsequent investigation or legal proceedings initiated as a result of the investigation. This transfer of data to administrative or judicial authorities shall always be performed in full compliance with personal data protection laws.

## Appendix 1.3 Processing reports submitted through the Ethics Point

1. The Compliance Committee is in charge of processing reports submitted through the "Ethics Point". If the report should affect a member of the Committee, said member shall not be involved in processing the report.
2. The rights to privacy and defence as well as the presumption of innocence of the people reported will be upheld at all times.

## Appendix 1.4 Protection of personal data

1. Data provided through the "Ethics Point" will be included in a personal data file owned by the company to manage communications made through the said "Ethics Point", as well as to conduct

any investigations needed to determine the perpetration of an offence. The company undertakes to treat personal data received through the Ethics Point as confidential and in

2. accordance with the purposes provided for in the Code of Conduct, and shall put in place the technical and organisational measures required to ensure the safety of the data and avoid the alteration, loss, and unauthorised processing and access to them, based on the state of the technology, the nature of the data stored, and the risks to which they are exposed, all in compliance with legal provisions governing the protection of personal data. In any case, the company shall include on every form used to collect data the legends required by law to inform the interested parties of the purpose and use of the personal data provided.
3. Submitting personal data through the Ethics Point may require, in certain cases, depending on the purpose of the report, the need to obtain express and unequivocal consent to process the personal data of the person submitting the report and that of the person reported. To this end, the necessary mechanisms shall be enabled to obtain the consent that, if any, is required prior to commencing the proceedings, under the terms required by personal data protection laws.
4. In general, the person reported will be notified of the existence of the report once the investigation commences. However, in cases where there is a significant risk that said notification will effectively hinder the investigation of the allegation or the collection of the necessary proof, the said notification may be delayed as long as said risk exists. In any case, this period may not exceed three months since the reception of the report.
5. People submitting reports through the Ethics Point must ensure that the personal data provided are true, accurate, complete and up-to-date. In any case, the data that will be processed within the framework of the investigations may be cancelled once the investigations have concluded, unless the measures taken lead to administrative or judicial proceedings. Furthermore, the company shall keep the said data duly locked for as long as there is a chance that liabilities may derive from the reports of workers or as a result of the actions taken by the company.
6. The users of the "Ethics Point" may, at any time, in accordance with applicable legislation, exercise their right to access, correct, cancel and oppose the processing of their personal data by sending a written request to the Company's address, attaching a photocopy of their National Identity Card and indicating the specific right they wish to exercise.

### **Appendix 1.5 Management of the Ethics Point for communication and reporting**

1. The management of the Ethics Point provided under the Code corresponds to the TALLERES ZITRÓN, S.A. Compliance Committee.
2. While fulfilling this responsibility, they must respect the rules and principles established for this purpose in the Code of Conduct.
3. The principles, rules of conduct, and guarantees established in this document will be applicable to every file on infringements processed by the Compliance Committee, regardless of how said proceedings were launched.

### **Appendix 1.6 Decision to proceed with a report**

1. Once a report has been submitted through the Ethics Point, the Compliance Committee shall determine whether the matter should be pursued or not.



2. The Committee shall notify the Auditor of any potentially significant irregularities that are exclusively financial and accounting in nature that have been reported through the Ethics Point and will provide all the documentation requested.
3. The Committee shall not process any report in which the person making the report does not appear to be sufficiently identified, or does not comply with the requirements regarding the protection of personal data or, when the subject of the report clearly does not constitute a breach of the corporate governance system or conduct that may involve the commission of any irregularity or any act contrary to the law or to the rules of the Code of Conduct with significance for the contractual relationship between the company and the professional being reported.
4. For the purpose of clarifying the admissibility of the report, if deemed necessary, the Unit may request the person who has submitted the report to clarify or add to it by providing any documentation and/or data that may be necessary to confirm the existence of any irregular conduct.

### Appendix 1.7 Processing the case

1. Once the report has been declared admissible, the Compliance Committee shall appoint a supervisor to conduct the investigation and process the dossier. This task may also be entrusted to an external investigator.
2. The supervisor shall verify the truth and accuracy of the information included in the report and, particularly, the conduct being reported; always respecting the rights of the people involved. For these purposes, he/she shall hear all the parties involved and any witnesses and take all the measures deemed necessary. All workers are required to cooperate loyally in the investigation. The interventions of witnesses and of the affected parties will be strictly confidential.
3. The hearings (which shall be held within three months following the reception of the report) will include, at least, a private interview with the person allegedly responsible for the conduct reported during which, respecting the presumption of innocence, this person will be informed of the subject being investigated and invited to present a full version of the facts. He or she will be allowed to provide any relevant proof and shall be asked questions based on the circumstances of the case and the events reported. Furthermore, all the parties affected will be informed that their personal data will be processed and all requirements regarding the protection of personal data required by law will be fulfilled.
4. The rights to privacy and defence as well as the presumption of innocence of the people reported will be upheld at all times.
5. The Compliance Committee and the investigating supervisors may request, at any time during the proceedings, the advice and cooperation of any Head of Department or any other member of the company to determine the consequences and the way of proceeding with any report.

### Appendix 1.8 Resolution of the case

1. Once the proceedings of the case have concluded, the investigating supervisor shall present them, together with a proposal for the resolution of the case, to the Committee, which will resolve as it deems appropriate.
2. If the resolution issued concludes that a professional has committed irregularities or an act contrary to law or to the rules provided in the Code of Conduct, the Compliance Committee shall inform the Board of Directors with a view to applying the relevant disciplinary measures.
3. When the result of the findings indicates the possible need for legal action, the Compliance Committee shall transfer the actions to the Board of Directors or to the Legal Services to launch the administrative or legal proceedings required in each case.

## Appendix 1.9 Communication, dissemination and assessment

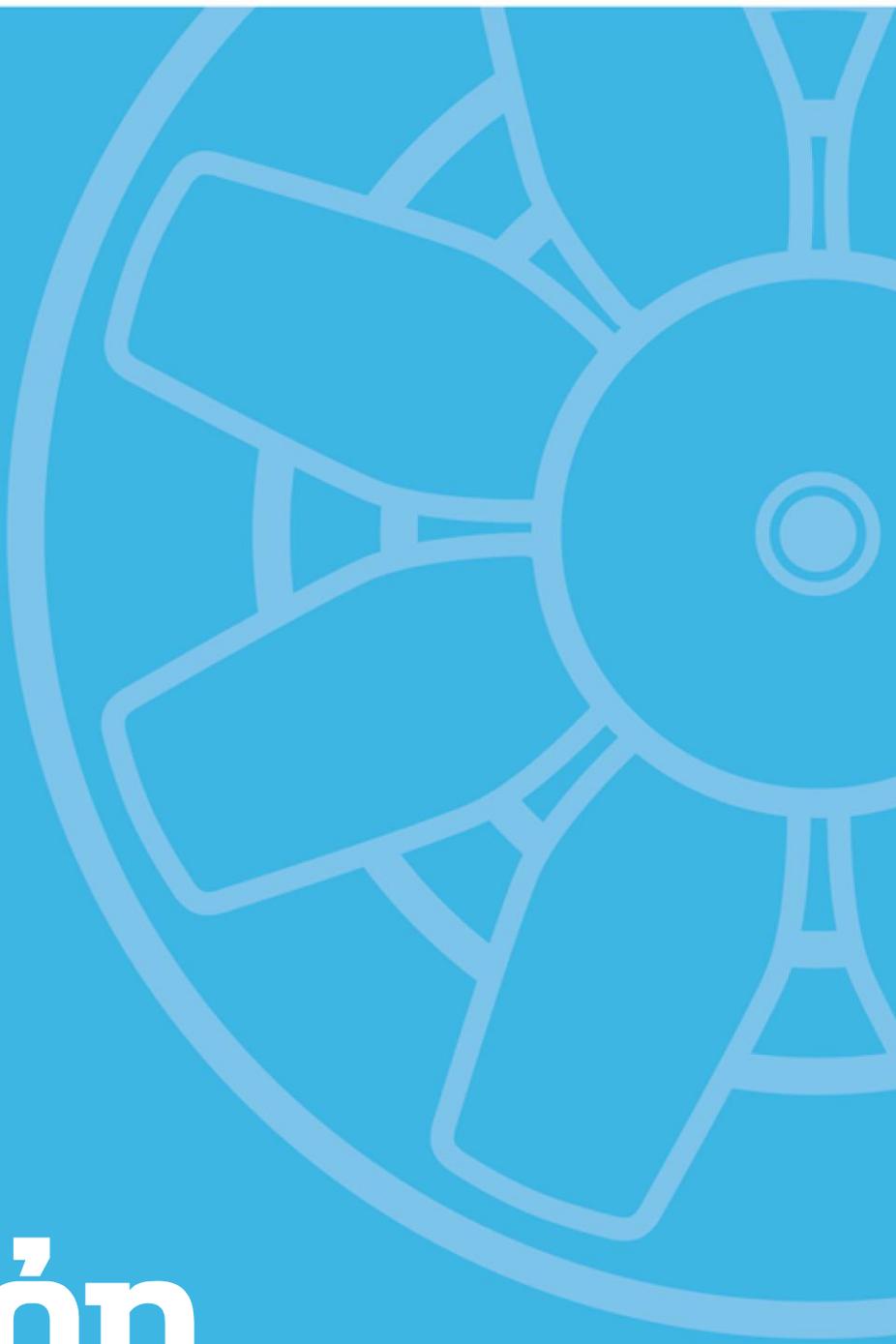
1. The Code of Conduct will be communicated to and disseminated among the company's
2. employees as established in the same.
3. The Compliance Committee is responsible for disseminating the Code of Conduct.
4. The Compliance Committee shall assess and prepare a yearly report on the level of compliance of the Code of Conduct. This report will be submitted to the Board of Directors.

## Appendix 1.10 Disciplinary system

1. The company will develop the necessary measures for the effective implementation of the Code of Conduct.
2. No-one, regardless of their level or position, has the authority to request a worker to commit an unlawful act or to breach the provisions of the Code of Conduct. In turn, no employee can justify illegal or improper conduct that contravenes the provisions of the Code of Conduct by invoking the orders of a hierarchical superior.
3. When the Compliance Committee determines that a Company (Group) employee has been involved in activities that are contrary to law or that contravene the Code of Conduct, it will order the application of disciplinary measures in line with the disciplinary system provided for in the collective agreement of the company to which the employee belongs or in applicable labour laws

## Appendix 1.11 Update

The Code of Conduct shall be reviewed and updated regularly, preferably on a yearly basis, with reference to the yearly report prepared by the Compliance Committee and any suggestions and proposals submitted by company employees.



# Zitrón

*Powered by the wind*

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