

COMPLIANCE INFORMATION CHANNEL

UPDATE 2023

INFORMATION CHANNEL PROTOCOL

GRUPO ORTIZ

WHISTLEBLOWING CHANNEL

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CHAPTER I.- INTRODUCTION

I.1.- JUSTIFICATION OF THE UPDATE

In 2015, Grupo Ortiz approved the management procedure for the Whistleblowing Channel to effectively implement the Group's compliance policies. However, as a result of the experience in the years that followed and the evolution of national and EU regulations in this area, this management protocol for the whistleblowing channel must be revised.

Specifically, this revision is in response to the new framework for reporting channels established by **EU Directive 2019/1937 on the Protection of Whistleblowers and Law 2/2023, of 20 February, on the protection of persons who report violations of the law and the fight against corruption**. The main axes are: dissemination and ease of access to the channel, protecting whistleblowers from retaliation, expeditious processing and the designation of ad hoc investigation teams.

This document also combines the previous documents "Whistleblowing Channel" and "Regulations for receiving and managing complaints" to collect all the information relating to the Compliance Channel in a single document. The combination of these documents clarifies and simplifies the establishment and functioning of the system for managing Compliance-related complaints and enquiries.

I.2.- PURPOSE

The essential purpose of this protocol is to provide a safe and effective channel to send, receive and expeditiously process complaints and enquiries made by members of the Group's organizations, its collaborators and third parties, regarding behaviour or situations that could potentially violate Grupo Ortiz's Code of Ethics.

The publication of the protocol is also aimed at extending and strengthening Grupo Ortiz's corporate culture, which includes as basic pillars the integrity of its human resources, departments and internal bodies, as well as trust in information channels, to prevent, detect and correct threats to the collective interest and well-being.

I.3.- SUBJECTIVE SCOPE OF APPLICATION

This protocol applies to the following natural and legal persons (hereinafter, "Bound Persons"):

The following persons and entities are bound by this Code:

a).- ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. (hereinafter, "Ortiz") and all the Companies that comprise the Group, regardless of business area or geographical location.

b).- The members of Ortiz's Administrative and Control Bodies or those of other Group Companies, in accordance with Article 42 of the Commercial Code.

c).- Employees of the Group, regardless of their contract type, hierarchical position or the location where they carry out their duties.

d).- Group clients, suppliers, shareholders and other stakeholders.

In other words, it is binding for any person who intends to report or enquire regarding a potential legal or ethical violation in the context of their relationship, of any type, with Grupo Ortiz.

I.4.- OBJECTIVE SCOPE

The objective scope covers information on possible violations of the Code of Ethics and/or the content of any other documents that are part of Grupo Ortiz's regulatory policy, as well as on any action, omission or circumstance that could involve a criminal offence or serious or very serious administrative infraction, which violates the Law regulating the protection of persons who report regulatory and corruption violations, European Union law in accordance with Directive (EU) 2019/1937 or any other national and international regulations. This includes actual or potential violations, reasonable suspicion and enquiries or clarifications regarding acts or procedures.

The cases that can be communicated through the information channel are summarized below in seven types:

- Immoral conduct and actions in the performance of work.
- Failure to comply with national and international regulations, and with Grupo Ortiz's internal regulations and procedures.
- Inadequate or lucrative management of business resources, including, but not limited to, altering or falsifying records and files, and using business assets for their own purposes.
- Conflicts of interest, fraud, corruption, extortion or bribery in the performance of business activities that may be carried out by any professional of the Group.
- Situations involving discriminatory treatment and/or harassment.
- Direct or indirect misuse of confidential information of Grupo Ortiz, its staff, suppliers and customers.
- Any situations that put the Health and Safety of people at risk.

CHAPTER II.- FUNCTIONING OF THE COMPLIANCE CHANNEL

II.1.- CHANNELS FOR COMMUNICATIONS/RECEIVING COMPLAINTS AND ENQUIRIES: accessibility

The success of this information and control tool depends on creating a system that is accessible, simple and secure, that is free of obstacles for people who communicate with the system.

To achieve this, Grupo Ortiz makes the following channels available to bound persons to formulate enquiries and complaints:

- Direct superior. The superior will then send the complaint/enquiry through one of the available channels with a physical report.
- Postal mail:

Comité Compliance Grupo Ortiz Av. Ensanche de Vallecas, 44 28051 - Madrid

- Corporate web channel:

<https://www.grupoortiz.com/quienes-somos/nuestros-principios/como-reportar/>

- Email:

COMITECODIGOETICO@GRUPOORTIZ.COM

- At the request of the whistleblower, the complaint may also be submitted in an in-person meeting within no more than seven days following notification. In this case, the whistleblower will be warned that the communication will be recorded and will be informed that their personal data will be processed in accordance with the provisions of Regulation (EU) 2016/679 of the European Parliament and of the Council, of 27 April 2016.

Each and every person employed by Grupo Ortiz, regardless of their rank and the functions they perform, has the right and obligation to report, within the framework of their professional context, any suspicion or confirmation of irregularities in the matters covered by the Code of Ethics and the rest of the Group's regulatory policy, regardless of whether they are the result of individual initiative or orders from a person with hierarchically superior.

II.2.- COMMUNICATION REQUIREMENTS

A) METHOD OF COMMUNICATION

Communications may be:

- Verbal or written.
- Nominative or anonymous.

However, anonymous complaints that do not provide sufficient information and/or evidence may compromise the effectiveness of the processing. In the case of anonymous reports, the anonymous whistleblower will only be informed of the receipt of the complaint, but not the follow-up or conclusions, because of the risk of security breaches in terms of data protection and confidentiality due to the lack of acceptance by the recipient.

In any case, the confidentiality of communications and non-retaliation against those who, legally and in good faith, express their concerns, questions, complaints or information or assist with investigation processes on allegedly irregular situations, are guaranteed.

B) MINIMUM CONTENT

Communications must be as clear and complete as possible and must include at least the following information:

- 1.- Identification of the whistleblower, in the case of non-anonymous complaints.
- 2.- Place, date, company and work centre affected.
- 3.- The events being reported or that are the object of the enquiry. Maximum clarity and concreteness are requested.
- 4.- Persons affected by the complaint. Reported persons, collaborators and/or concealers and potential witnesses.
- 5.- Documents, a list of evidence supporting the complaint that the whistleblower may provide, or an indication of where they can be obtained.

II.3.- HANDLING OF COMPLAINTS AND ENQUIRIES

Complaints and enquiries will be processed according to the following procedure:

In the case of complaints:

PHASE 1: Acknowledgement of receipt

Written acknowledgement of receipt of the complaint or enquiry will be sent within 7 calendar days. In this acknowledgement, any corrections deemed necessary shall be requested.

External information channels of the competent authorities will also be informed.

PHASE 2: Designation of the person responsible for the investigation

If potentially illegal or unethical events are reported, one or more investigators will be appointed to clarify the facts. In the case of enquiries, these will be referred to the relevant department.

PHASE 3: Investigation

In the case of complaints, the events will be investigated, applying reasonable resources and always strictly respecting legal requirements and the rights of the reported person.

The investigation must be conducted over a period of no more than three months. In exceptional cases, this limit may be exceeded if there are justifiable reasons for extending it and the parties involved are notified using a certifiable method. These would be especially complex cases that require the requesting of information from official bodies, which would justify the extension of deadlines until this information can be provided and received, or cases in which other events that require investigation are uncovered over the course of the investigation. In any case, the maximum time for completing the investigation will be six months.

The period for the completion of the investigation will begin with the initial communication to the whistleblower within 7 calendar days of receiving the complaint or the corrections that are requested from the person who filed the complaint, in such case. If a complaint requires correction, the corrections must be requested in the acknowledgement of receipt of the complaint.

During this phase, precautionary measures to protect and/or ensure legality and possible evidence may be established, as deemed appropriate.

Throughout the process, verbal communications must be documented, by recording or by means of a complete and accurate transcription of the conversation, made by the person responsible for the process, which the whistleblower may review, accept or rectify by signing.

PHASE 4: CONCLUSIONS

After the investigation has been completed, the person designated to supervise it will prepare a report with the conclusions and proposed measures, if any, that will be sent to the compliance committee for approval, dismissal, if no evidence of an infraction is found or there is a proposal for transfer to the competent authorities.

The investigation report must cover:

- The complaint
- The investigation procedure
- Precautionary measures, if any.
- Conclusions: whether or not a violation has occurred.
- Corrective actions, if any.

PHASE 5: NOTIFICATION OF CONCLUSIONS

After the conclusions report has been approved, it will be sent to the affected parties, the whistleblower, if the complaint was not anonymous, and the reported person.

In the case of enquiries:

PHASE 1: Acknowledgement of receipt

Written acknowledgement of receipt of the enquiry will be sent within 7 calendar days.

PHASE 2: Designation of the person responsible for the response

The enquiry will be referred to the person best suited to resolve it depending on the topic to which it is related.

PHASE 3: Response

The designated person will respond to the enquiry as quickly as possible. This notification must be in writing and recorded in the enquiry log, which will be made available to the Compliance Committee, at least quarterly.

II.4.- MONITORING AND CONTROL OF THE COMPLIANCE INFORMATION CHANNEL

The Compliance Committee is responsible for the monitoring and control of the channel and for analysing the reports with the conclusions of the complaints that are received. These reports may be analysed and approved in partial meetings of the committee or by telematic communications, and a plenary session of the committee does not need to be called.

An extraordinary meeting of the Committee may be called if this is warranted in case of serious complaints.

The summary and status of the complaints and enquiries received during the quarter will be addressed by the Committee during a regular quarterly session.

A summary of the received complaints and statistics on them will be included in the Compliance Committee's annual report to the Board of Directors.

The Compliance Committee will designate a person responsible for receiving complaints and enquiries. It may also create a team of investigators qualified for these functions.

CHAPTER III.- GUARANTEES

III.1.- FAIR AND RESPONSIBLE TREATMENT

The rules that apply to the whistleblowing channel are governed by the following principles: confidentiality, honourability, fairness, hearing, objectivity, autonomy and good faith, as well as the presumption of innocence.

The principle of good faith applies with respect to all parties involved, including the whistleblower, who, in the case of Group employees, may be sanctioned according to the disciplinary system if the complaint is found to be knowingly false. It is the duty of every whistleblower to act in good faith and the information obtained and transferred through internal information channels must not be obtained by means of committing a criminal offence. In the case of third parties, possible legal measures will be studied.

III.2.- PROHIBITION OF RETALIATION

Grupo Ortiz will ensure at all times that there is no retaliation of any kind against those who file enquiries or complaints in good faith. If it is confirmed that these persons have been subject to retaliation, the perpetrators of the reprisals will be investigated, and, if applicable, subject to sanction, including provisional measures over the course of the sanctioning procedure.

III.3.- CONFIDENTIALITY:

III.3.1.- CONFIDENTIALITY OF THE INVESTIGATION PROCESS

Grupo Ortiz maintains a policy of strict confidentiality regarding the identity of the parties involved in the process, both whistleblower and the reported person, and others involved, such as witnesses.

The information that is uncovered during the investigation may only be used for the strict purpose of clarifying the reported events, and may only be disclosed to third parties other than the designated investigators, the parties and the compliance committee if requested by Public Administrations and Authorities or in the execution of Grupo Ortiz's duty to report, if it is discovered that a crime or infraction has been committed in accordance with the applicable regulations.

III.3.2.- CONSERVATION OF PERSONAL DATA

A record will be kept of the complaints that are received. These records and personal data will be kept confidential and will always comply with the applicable Data Protection legislation.

Personal data will be deleted from the Information Channel within the legally established period, unless the information must be conserved to provide evidence of the functioning of the compliance system, or if it is deemed that the information may be requested by the Public Administrations and/or public and judicial authorities in the context of sanctioning or court proceedings.

Grupo Ortiz will process the data that is collected or disclosed to it through the Compliance Information Channel, as well as the evidence collected during the investigation, for the sole purpose of processing the complaints and, if applicable, investigating the reported events, in compliance with the provisions of Organic Law 1/2015, of 30 March, as well as the provisions on data protection in the General Data Protection Regulation (EU) 679/2016 and Article 24 of Organic Law 3/2018, of 5 December, on the Protection of Personal Data and the Guarantee of Digital Rights.

Only the personal data strictly necessary to carry out the functions of the Compliance Information Channel will be collected.

Complaints that are not investigated may only be conserved for statistical purposes.

Access to the data contained in the Whistleblowing Channel is limited exclusively to the people who carry out the internal control functions, the data processors and the designated investigators.

However, access by other persons will be lawful when this is necessary to adopt disciplinary measures or to process sanctioning or judicial proceedings that may in such case apply.

CHAPTER IV.- DISSEMINATION OF THE INFORMATION CHANNEL

Grupo Ortiz will inform all of its workers of this Compliance Channel policy to ensure that they are aware of it and the express commitment to the observance of said Code of Conduct.

This document will be sent by email and published on the Group's website

CHAPTER V.- VALIDITY AND DEROGATION PROVISION

This Code will take effect on the date of its approval by the Board of Directors and will remain in force until a new version is approved.

This document replaces the version titled Whistleblowing Channel and the document titled Regulations for receiving and managing complaints in their entirety.

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