



COMPLIANCE POLICY

Asociación de Investigación Metalúrgica del Noroeste

2022.05.23

09:24:24

+02'00'

AIMEN Compliance Policy v02
Approved by AIMEN Board of Directors
19 May 2022

Index

COMPLIANCE POLICY	2
SCOPE OF THE COMPLIANCE POLICY	5
COMMITMENT TO COMPLIANCE	6
OBJECTIVES OF THIS COMPLIANCE POLICY	7
RESPECTFUL OF HUMAN RIGHTS AND HUMAN INTEGRITY	8
RESPECTFUL OF PRIVACY AND INTIMACY	9
RESPECTFUL OF PROPERTY	11
RESPECTFUL OF SOCIO-ECONOMIC INTERESTS	13
HEALTH AND ENVIRONMENTALLY FRIENDLY	15
RESPECTFUL OF HONEST AND TRANSPARENT MANAGEMENT OF OUR ECONOMIC INTERESTS	16
RESPECTFUL OF OUR CONTRACTUAL OBLIGATIONS	17
RESPECTFUL OF WORKERS' RIGHTS	18
QUALITY AND EXCELLENCE AS A WAY OF ACTING AND AIMEN'S OBJECTIVE	19
THE FULFILMENT OF THE OBJECTIVES DESCRIBED ABOVE IS A TOP PRIORITY FOR OUR ORGANISATION	19
THE COMPLIANCE FUNCTION	20
COMPLIANCE COMMITTEE	21
GUIDING PRINCIPLES OF THE COMPLIANCE FUNCTION	22
AN ORGANISATION FIRMLY COMMITTED TO COMPLIANCE	23
ASSIGNING COMPLIANCE RESPONSIBILITIES	24
THE GOVERNING BOARD	24
DIRECTOR GENERAL OF AIMEN. Management	25
MIDDLE MANAGEMENT AND EMPLOYEES	26
COMPLIANCE TRAINING and AWARENESS RAISING	26
HOW WE REACT TO NON-COMPLIANCE	27
ZERO TOLERANCE FOR CRIME	27
MOTIVATION FOR COMPLIANCE	28
COMMUNICATION CHANNELS AND ETHICAL CHANNEL	28
INVESTIGATION PROCEDURES	30
RULES AND GUIDELINES DEVELOPING AIMEN'S COMPLIANCE POLICY	31
NORMATIVE REFERENCE	31
VALIDITY	35

COMPLIANCE POLICY



"A BEHAVIOUR BASED ON A STRONG ETHICAL CULTURE, AND THEREFORE COMPLIANCE WITH THE RULES, IS THE FOUNDATION FOR THE PRESENT AND FUTURE OF OUR ASSOCIATION".

The **Asociación de Investigación Metalúrgica del Noroeste (AIMEN)** is a private non-profit research association, created in 1967, to which companies from a wide range of industrial sectors in Spain belong.

It is registered as an Innovation and Technology Centre according to RD 2609/1996 and as a Technology Centre according to RD 2093/2008 of 19 December, with registration number 38.

Since its inception, the centre has remained faithful to its founding commitments:

- Promote innovation in the industry.
- Support and accompany companies in the improvement of their products and processes.
- To promote the training and qualification of people.

AIMEN's mission is to increase the technological capacity of companies, thereby increasing their levels of competitiveness and excellence.

Today, with more than 50 years of activity, it is a national benchmark and one of the most important Innovation and Technology Centres at European level in research, development and technological innovation in the areas of advanced manufacturing and laser manufacturing, digital technologies for manufacturing, intelligent materials, smart systems and recycling; as well as in the provision of differentiating technological services with high added value to industry in the areas of

Manufacturing with advanced joining technologies, robotics and digitalisation of processes, flexible transversal engineering service with expertise in welding, corrosion, equipment calculation, product simulation and testing of metallic materials.

AIMEN: A chronology of 50 years of history

1967 | The AIMEN Constitution

1995 | Transfer of AIMEN to its headquarters in O

Porriño 1998 | The boost to research activity

2003 | Start-up of the Pilot Welding Plant 2004 | The Origins
of Laser Technology

2010 | Groundbreaking of the Laser Applications Centre

2013 | Excellence in laser micro applications

2014 | Inauguration of the Laser Applications Centre

2017 | 50th anniversary of AIMEN

It is located in O Porriño (Pontevedra), from where it carries out its R&D&I activities and provides technological services to national and European industry through its headquarters, the Armando Priegue Building and the Laser Applications Centre. It also has sales offices throughout Spain.



AIMEN focuses its activity on the development of R&D&I projects in collaboration with companies and counterpart entities and on the provision of technological services to industry. Its main lines of activity are:

Materiales Avanzados Sistemas y Procesos de Fabricación Flexibles Automatización y Robótica Fabricación Micro y Alta Precisión Fabricación Basada en Láser Tecnologías Ambientales	Ingeniería de Fabricación Ingeniería de Corrosión y Soldadura Cálculo y Simulación Mecatrónica Formación Técnica	LAB – ANÁLISIS Y ENSAYOS: Metalografía Análisis Físico-Químico Metrología Mecánico Corrosión Polímeros END
DIVISIÓN I+D+i	DIVISIÓN INDUSTRIAL	

In recent years, the Technology Centre has been undergoing an intense process of renewal, the main objective of which is to successfully face the challenge of internationalisation, new technologies and the so-called fourth industrial revolution. Opening up to an increasingly globalised world that offers a horizon full of possibilities for growth.

In line with its past and in order to face the challenges of the future, AIMEN must continue to deepen the perception of the Technology Centre among its Associates, the Industrial Sector, Customers and Suppliers, Public Administrations and the Community in general, as an Institution of solid prestige and international reputation, guided by the principle of excellence.

In order to do so, it is essential to ensure that our organisation acts with scrupulous respect for the laws and principles we have set for ourselves, thus generating the trust expected of us by customers, suppliers, administrations and third parties with whom we interact.

AIMEN, in this context, will do its utmost to promote a Business Culture guided by ethical principles and respect for the law, which governs the conduct of all its members, and which it hopes will in turn serve as a guide for the conduct of its business partners in commercial relations.

In the international context, the global crisis triggered in 2007 has encouraged the development of policies aimed at more ethical business management.

and sustainability, and greater respect for the law. These policies are translated, at the same time, into profound legal reforms aimed at demanding compliance with the law from commercial entities. The most paradigmatic of these reforms is the introduction in our Criminal Code of the Liability of Legal Entities.

"We must eradicate from our Association any behaviour - individual or collective - that could harm the legal assets that criminal regulations protect as socially superior values".

SCOPE OF THE COMPLIANCE POLICY

This Compliance Policy is mandatory for all members of AIMEN, from its Governing Body to the most recent employee integrated in the Association (managers, employees, collaborators, interns, volunteers, temporary agency workers, and, in short, any person linked to AIMEN by an employment or similar relationship).

All this without territorial or temporal limitation.

Therefore, the Association's Compliance policies must be known and accepted by all its members, for which purpose AIMEN's Management will ensure that they are fully disseminated and explained so that they are properly understood.

Likewise, AIMEN will promote the acceptance of the guidelines of its Compliance Policy among all its clients and suppliers, and in general its business partners, assuming it as its own or having similar declarations that respect its principles, adapting to it its conduct in the market and, specifically, in its relations with the Technology Centre.

Its scope is also defined by respect for the law and other regulations, and, specifically, with regard to the conducts defined in the Criminal Code that give rise to liability of legal persons.

Its ultimate goal is an organisation-wide immersion in a culture of ethics and compliance.

To this end, it will also be AIMEN's objective to ensure that these principles and regulations are respected by those business partners with whom it maintains relations.

COMMITMENT TO COMPLIANCE

The Northwest Metallurgical Research Association has the firm will to comply with the law in all its activities regardless of the territory in which they are carried out, as well as to respect and ensure respect for the obligations or commitments assumed with its associates, workers and third parties with whom it relates.

Therefore, the full Board of Directors, as the highest representative of the Association, declares its firm commitment to prevent any illicit act or behaviour, both by the members of the Board and by any natural or legal person authorised to take decisions on its behalf or subject to its control or authority, using all human and material means at its disposal to this end, sanctioning any contravention of this Compliance Policy and assessing any conduct that promotes or favours it.

"The Governing Bodies of AIMEN shall at all times ensure that an honest and ethical business culture is maintained within the Organisation. Compliance with the rules commits all members of the Association".

The effectiveness of this Compliance Policy would not be possible if it were not observed and applied by all members of the Association, starting with the Board of Directors and down to the most junior employee.

Therefore, the principles and rules contained herein shall guide the action of the Association in all its activities and shall be observed by all its members, urging and promoting their respect, also among its business partners and other members of the Association.

persons and entities with which it has dealings, both within and outside the national territory.

Respect for these principles shall be a significantly important criterion in the choice of our customers and suppliers. Violation of these principles may be grounds for termination of the relationship.

OBJECTIVES OF THIS COMPLIANCE POLICY

The aim of the Compliance Policy is to ensure that our Organisation will be respectful at all times with the Rules, and especially with the values and legal assets protected by the Criminal Law, preventing, detecting and eradicating any person, practice or attitude that entails a compliance risk for AIMEN.

"Our aim will always be to comply with the rules that affect the daily activity of the association".

They are, therefore, **strategic objectives of AIMEN**:

- Compliance with the rule of law in all its aspects and especially zero tolerance of crime.
- Integrity and transparency in business management.
- The development of its daily activity based on ethical principles of sustainability, respect for people, the environment and labour rights and health at work; all of this under the premises of impartiality and rejection of influences derived from conflicts of interest, as well as safeguarding the confidential treatment of information and respect for the rules of the market.
- To maintain the Association as a national and international benchmark in R&D&I, combining its own processes with a culture of ethical compliance and reporting of its achievements for the benefit of the business fabric and, ultimately, the community in general.

- Transparent and democratic functioning of its governing bodies, rejecting any action influenced by particular interests that go against those principles, rejecting any arbitrariness in behaviour.
- Constant promotion within the Organisation and in its external relations of an ethical culture of compliance with the applicable regulations, with special observance of international mandates and agreements concerning people's rights, the environment, occupational health, markets and sustainability, among others.
- Promote continuous training as a basic element for the development of its values and their immersion in its social base, with special emphasis on those training activities that deepen the culture of regulatory compliance and ethical behaviour.
- Fulfilling its contractual obligations and maintaining a fair relationship with its customers. *stakeholders.*
- Maintain a fluid, loyal and transparent relationship with the different public administrations and their civil servants.

RESPECTFUL OF HUMAN RIGHTS AND HUMAN INTEGRITY

The United Nations **Universal Declaration of Human Rights** remains the subject of constant and repeated violations around the world.

The sexual exploitation of women and minors, slave labour or the illegal trafficking of labour are not alien facts in the case of relations with entities located or that develop their activity, especially in territories at risk. For this reason, AIMEN must pay special attention to those situations or business relationships where these rights may be violated.

"It is inadmissible to contribute, or simply to allow, in any case, to directly or indirectly benefit our Association through the exploitation or suffering of others, and most especially of the weakest segments of the population: minors, women and immigrants".

Human trafficking and illegal labour trafficking are two very frequent phenomena in at-risk territories, where production activities can take place that ultimately facilitate products purchased by AIMEN as a direct client, or by third parties whose participation is more or less intense in projects in which we intervene, ultimately transforming into benefits for the Association by obtaining, for example, more competitive prices.

It is therefore very important that **AIMEN ensures the reliability of our suppliers, clients and business partners, thus avoiding that any illegal behaviour can compromise our Association.** Any news of irregularity in these matters (in the broad spectrum that includes the lack of respect for the rights and dignity of the person - labour exploitation, sexual exploitation, prostitution or corruption, and especially in any of the above cases, that referring to minors and especially unprotected segments of the population) must be prevented, denounced, investigated and finally, if necessary, give rise to the corresponding sanctions, including the possible termination of the relationship maintained.

In line with the above, AIMEN and its members strongly reject any discriminatory behaviour based on sex, ideology, religion or race.

Any irregularity or real suspicion of non-compliance must be reported immediately through the channels provided by AIMEN so that the Compliance Function and AIMEN's Governing Body, as well as its Management, can take the appropriate decisions, and there is no commercial justification whatsoever for the permissibility of this kind of conduct.

RESPECTFUL OF PRIVACY AND INTIMACY

Another risk that may exist in our organisation is the inculcation of the rights **to integrity and privacy**, which may be compromised in our daily activity and to which we must pay special attention.

Within our own Association, these rights may be violated when we detect compliance incidents and make the mistake of trying to initiate investigations on our own without following the established protocols. Regardless of whether we are dealing with employees, suppliers, customers or any business partner, we should never take initiatives, as our obligation ends when we report the incident or suspicion through the channels provided.

"If we suspect that we are facing a compliance incident, our obligation is to report it, we should never investigate it on our own."

AIMEN has a strict investigation protocol that will guarantee the rights of all those affected, the complainants, the denounced and third parties affected, without compromising the Association in violations of rights that could even lead to criminal sanctions, both for AIMEN and for the persons who have developed the invasive behaviour of privacy.

We must also be very scrupulous in the use of the **personal information** we handle as a result of our daily activity, observing at all times the rules and instructions we receive for compliance with Data Protection laws, especially RGPD 679/2016 and LOPDGDD 3/2018.

AIMEN, as a demonstration of its commitment, has appointed a **Data Protection Delegate**, even if not legally required to do so.

We must also be especially careful with the electronic equipment where we handle such data, using and protecting their passwords appropriately, and ensuring their safekeeping when it comes to portable equipment that we use outside the Association's facilities.

The privacy and integrity of AIMEN staff will be guaranteed whenever they use company-owned resources (computer equipment, telephones, email accounts, etc.).

The use of electronic mail, software and network access) within the regulatory framework governing such use, to which all of them have subscribed in their employment contract or at the time of delivery of such means.

The safeguarding of information in general, ensuring its integrity, confidentiality and preservation, is a strategic objective of the Organisation, for which purpose it establishes and will establish the necessary controls and defences against unlawful intrusions.

For this reason, respect by AIMEN members of those **Policies and Manuals on good practices in matters of confidentiality or use of means made available by the Centre, or even their own means**, is also fundamental and required in order to protect the interests of the Association and the legitimate rights of its employees and third parties with whom it relates, all within the framework of respect for the law and compliance with what the current regulations require of us.

RESPECTFUL OF PROPERTY

"AIMEN's maxim of conduct is respect for property, whether tangible or intangible, with special attention to industrial and intellectual property rights and business secrets".

The establishment and respect of good practices in terms of **confidentiality** is a fundamental premise in AIMEN's daily activity, closely related to respect for the intellectual and industrial property rights of our clients, suppliers and business partners.

AIMEN has access to a considerable amount of sensitive information of third parties and of the organisation itself and its members, so that all members of AIMEN have access to sensitive information of third parties and of the organisation and its members.

The Association shall maintain a commitment to strict and enforceable confidentiality in each and every one of its actions.

Likewise, AIMEN habitually accesses the use of patents and other **Intellectual and Industrial Property rights**, expressly protected by their corresponding registration or protected by the current Law on Business Secrets. The organisation repudiates any illegitimate use of intellectual or industrial property and will demand it in accordance with current legislation and this Compliance Policy. For this reason, we also insist on the absolute rejection of collaboration in any activity related to **industrial or business espionage**.

The introduction and/or use of illegal software, as well as malicious damage to computer programmes or systems of AIMEN or third parties to which we have access, is expressly rejected and prohibited. To this end, AIMEN has implemented policies on the use of computer devices and tools made available to workers, as well as on the use of electronic mail, which must be complied with by all members of the Association.

All AIMEN employees, managers and representatives must consider, as an essential obligation in their daily work, respect for the property of others, whether legally or contractually protected, limiting their actions to those licences or authorisations for use that have been legitimately acquired.

Therefore, all members of the organisation shall abide by and respect the law and the policies implemented in the Association to guarantee the rights of third parties and of the Technology Centre itself.

RESPECTFUL OF SOCIO-ECONOMIC INTERESTS

Our Penal Code defines and protects a series of interests common to the whole community, of a marked economic and social nature. These socio-economic interests include:

Punishable insolvencies: AIMEN, like any other entity in the market, is susceptible to establish business relationships with companies in danger of insolvency. Therefore, in our operations we must always ensure that we establish business relationships with duly authorised persons, requesting in case of doubt the advice of our lawyers to verify that we do not incur in situations that may affect us criminally.

"We have to make sure in all our operations that we contract with the owner of the goods or the person legally authorised to sell them".

Money laundering: This is one of the crimes that has seen the greatest growth in recent years and to which we must pay greater attention. Our activity confronts us with two different types of risk: the one derived from the market and the one derived from our consideration as a non-profit association.

In the market, the main risks derive from the acquisition of goods originating from property crime, tax crime or other crimes.

As a non-profit association, Law 10/2010 of 28 April, on the **Prevention of Money Laundering and Financing of Terrorism**, art. 39, and its Regulations, art. 42, establish obligations that AIMEN must comply with such as implementing procedures to guarantee the suitability of the members of the governing bodies and other positions of responsibility of the entity or procedures to ensure the knowledge of its counterparties, including their appropriate professional background and the honourability of the persons responsible for their management.

Therefore, our relationships must always be established with identified and solvent companies, aligned with the information we have on our clients, so that any business proposal that appears to us as strange or anomalous in any of its basic elements must be rejected or reported to our superiors in the organisation or to the Compliance Function.

Tax and social security fraud: Our financial management must be transparent, based on reliable and complete information, never altered or manipulated.

Tax and social security regulations shall be complied with in all cases, with the support of internal or external advisors contracted for this purpose, following the indications of AIMEN's Management, which shall ensure compliance at all times.

AIMEN's procedures in **tax and accounting matters** are mandatory, based on transparency, segregation of duties and audit control, in order to guarantee due respect for current regulations and the transparency and true image of the Organisation's economic situation.

In this sense, it is particularly important to control the **proper use of public funds obtained in grants and subsidies**, whether direct or related to the many projects in which AIMEN participates as a leader, consortium member, partner or subcontractor. The procedures and controls referring to the suitability and legality of applications for funding, control of expenditure, application of funds and justification of those in relation to the obligations acquired, is an essential element that has a direct impact on the good name and reputation of AIMEN.

In establishing business relationships, we must ensure that the

We establish with the real taxpayer, always trying to avoid front companies or similar that may result in liability for our Association, this

irrespective of the amount of the transaction that these third parties wish to enter into with us.

With the same method, aiming at transparency and respect for legality, the hiring and labour contribution bases shall be set, establishing interpretative criteria based on the principle of contribution to social charges and not avoidance, eliminating risky or fraudulent behaviour that may entail liabilities for the Association.

HEALTH AND ENVIRONMENTAL FRIENDLY

The social sensitivity in this matter is evident and is increasing every day due to the strong awareness campaigns and the use of social networks as a whistleblowing system. The environmental risks that may affect our Association should be mitigated through strict observance and compliance with the ISO Standards (ISO 14001) that the Association has implemented and that thus become the main policy and control to mitigate the commission of crimes.

The most frequent risks are related to the waste validation process and the removal of waste, so we must take extreme security and transport measures in these cases, which are also highly exposed to public criticism.

It is especially important for our Technology Centre to scrupulously comply with the regulations regarding radioactive risks and emissions, as contemplated in the environmental policies derived from ISO 14001, as well as those other guidelines and standards of general application or when contracting with clients and suppliers.

Respect for environmental policies, which must therefore be extended to the Association's suppliers in general, and especially to those contracted for the purpose of waste management.

*"Our aim is to ensure clean management and safe transport.
avoiding any risk to the environment and people".*

RESPECTFUL OF AN HONEST AND TRANSPARENT MANAGEMENT OF OUR ECONOMIC INTERESTS

One of the scourges of the 21st century is corruption, and the strong social rejection it provokes has led to many harsh reforms of our criminal legislation aimed at combating the different forms of corruption both in the field of public and private management: corruption between private individuals, influence peddling and bribery, corruption of state or foreign public officials are all different manifestations of the same phenomenon that we will try to avoid in our commercial activity.

In dealings and negotiations with managers, employees or officials responsible for purchasing, sales or procurement in the companies or administrations with whom we are negotiating, we should:

- Limit the gifts and hospitality provided by AIMEN to a socially non-reproachable value, which will be periodically set by the Compliance Function, developed in the Policy on Acceptance and Provision of Gifts and Hospitality.
- Refrain from offering or promising any consideration for our operations beyond the payment of the agreed market price, under the agreed delivery and quality conditions, which shall be customary.
- Avoid triangular transactions involving third parties directly or indirectly linked to the person responsible for the purchase or sale being negotiated.

- Reject proposals or recommendations for third parties outside the business we are entering into to intermediate in the same when their intermediation lacks all commercial sense and utility within the normal rules of market behaviour.
- Refuse any kind of gift or attention from participants in tenders launched by AIMEN for the acquisition of equipment, provision of services or any other.
- Absolute abstention from any kind of offer or delivery to a public official of gifts, hospitality or any kind of favour, recommendation or similar conduct.
- The relationship with any public official should be based on transparency and professional content that motivates direct contact with the official.
- No prizes, premiums, rewards or bribes of any kind shall be paid to public officials or authorities of any country whatsoever, or to officers or employees of other entities with whom we have established or will establish business relationships.

"Our commercial activity must be based on transparency, market rules and the absence of conflicts of interest."

RESPECTFUL OF OUR CONTRACTUAL OBLIGATIONS

The Technology Centre has strongly based its national and international prestige on the fulfilment of its contractual obligations, an essential element for its presence in the market, which demands trust and reliability in business relations.

All members of the Association are complicit in legal compliance, but also in contractual compliance - law between the parties - and therefore shall attend to these obligations with the utmost diligence, submitting themselves to the processes established in the organisation in their productive activity, and informing their superiors,

o Compliance function, where appropriate, any irregularities or deficiencies they may identify.

RESPECTFUL OF WORKERS' RIGHTS

Human capital is, without a doubt, AIMEN's most important asset. Its high qualification and involvement in the Technology Centre project has allowed it to evolve to widely recognised levels of excellence. For this reason, and for its constant dignification, AIMEN preserves:

- **Its health protection and occupational risk prevention.** AIMEN has implemented and duly certified the OSHAS 18001 Standard, with an active ORP committee and health and occupational risk prevention services agreed with top-level entities.
- **Non-discrimination.** As mentioned above, any kind of discrimination on grounds of race, sex, religion or ideology is categorically rejected, and this Compliance Policy encourages AIMEN's social mass to denounce and immediately report any conduct contrary to this principle.
- AIMEN has approved, previously negotiated with the Legal Representation of Workers, setting up a Negotiating Committee for this purpose, the **Plan for Equality between men and women in** accordance with the provisions of the current applicable regulations, with the aim of its prompt implementation and improvement, setting up a monitoring committee with the RLT, and, in the phase of prompt approval, a specific protocol against harassment, which develops the policy against workplace and sexual harassment approved at the time by the Board of Directors.
- The involvement of the Workers' Legal Representatives is fundamental for the satisfactory development of the Association and also for the effectiveness in the implementation, maintenance and improvement of the Criminal Compliance System, and therefore the due collaboration will be sought from their position and responsibility.

QUALITY AND EXCELLENCE AS A WAY OF ACTING AND AIMEN'S OBJECTIVE

As an "excellent" Technological Centre, the quality of its services and the greater and better knowledge of the latest technological and research advances has been a priority at AIMEN. Accreditations and acknowledgements attest to this (ISO 9001, UNE 166002, UNE-EN en 9100, IQNET Certificates, official approvals, ISO 14001, ISO 45001).

However, the Association and its Governing Bodies are convinced, and wish to convey this to the entire Organisation, that only a culture of ethics and regulatory compliance can guarantee the quality and excellence that it preaches. For this reason, it is expected and demanded of everyone, starting with the highest levels, that respect for this Compliance Policy and the rest of the Policies and Codes of Conduct become AIMEN's strategic means and end.

THE ACHIEVEMENT OF THE ABOVE OBJECTIVES IS A TOP PRIORITY FOR OUR ORGANISATION.

The Corporate Compliance Policy has been unanimously approved by the Board of Directors of AIMEN at its meeting of 18 December 2019 in its first version, now modified for updating at the meeting held on the day mentioned in the reference, being a true reflection of the values that should govern our Association.

"The objectives set out in this Compliance Policy must be applied by each and every one of AIMEN's employees, within their scope of action, over and above any order they receive from their superiors, or any internal rule that contradicts them, and will only cease to be applied in the event that there is an imperative legal rule with a higher level of requirement, in which case this will be applied in preference."

No employee of the Association, regardless of rank or seniority in the Association, should fear reprisal for applying this policy in his or her day-to-day conduct.

Within AIMEN, they will always have the support of the Management, Compliance Function and, ultimately, of its Governing Bodies, which will deal with any incident that may arise through the communication channel provided.

AIMEN will always support any employee who, faced with a situation of risk or non-compliance, says no and chooses to discontinue the business relationship, regardless of whether it is already established or is being established, whether it occurs on national territory or abroad. In this situation, the employee must immediately inform the Compliance Function.

THE COMPLIANCE FUNCTION

The Compliance Function aims to ensure effective compliance with this Policy, supervision of the Compliance System and improvement of the same, all of which is materialised, among others, in the following functions:

- Ensure effective compliance with the Legal Rules that are the subject of this Compliance Policy, by monitoring and supervising the controls and procedures that have been established for this purpose.
- Evaluate the modifications that occur in the regulatory environment that governs the Association's activity and propose the appropriate modifications and improvements at any given time.
- Identify, assess and manage compliance risks and react to them by proposing appropriate organisational measures.
- Promote the investigation and reaction to compliance incidents and violations, adopting the appropriate measures according to the seriousness of the facts, promoting the corresponding disciplinary proceedings.

- Conduct such audits and reviews as may be recommended as a result of compliance incidents or breaches or as a result of changes in the structure or risks of the Association.
- Structuring and managing the reporting chain, reporting to the Board of Directors.
- Provide, either directly or through external parties, the appropriate advice to employees on compliance matters at all times.
- To provide adequate and comprehensible training for each member of the Association.
- Inform all employees of the Association about the various open communication channels and in particular about the Association's Ethics Channel.
- Draw up and propose to the Board of Directors the annual budget of resources necessary for the proper functioning of the Compliance Function.

COMPLIANCE COMMITTEE



Pursuant to the provisions of art. 31 bis of the Criminal Code and in accordance with the provisions of UNE 19601:2017, the Association's Governing Body has appointed a Compliance Committee (identified in this document, indistinctly, by this name or "Compliance Function") which, with independence and autonomy, carries out the responsibilities inherent to the Compliance Function.

To this end, the Executive Committee of

AIMEN, as a governing body delegated by the Board of Directors and with the powers

The Compliance Committee will be the usual contact between the Compliance Committee and the Governing Body, without prejudice to the reporting and accountability obligations that it must maintain and fulfil with respect to the Board of Directors itself, to which it directly reports.

The Compliance Function will be supported internally and externally to fulfil its powers and responsibilities and, in short, to ensure the ethical tone of the organisation.

To this end, it shall have the material and human resources necessary for the performance of its work, without prejudice to those internal AIMEN departments that may provide support within the Organisation, and those others that will constitute external support.

"Because of the functions entrusted to them, everyone in the Association - irrespective of their professional category or position in the hierarchy - must provide the utmost cooperation to the Compliance Officers in the performance of their duties".

GUIDING PRINCIPLES OF THE COMPLIANCE FUNCTION

The principles of Independence and Autonomy are fully guaranteed by the solemn declaration of the Board of Directors and the criteria, mode of appointment and powers granted to the members of the Compliance Committee.

In order to duly fulfil its functions, the Compliance Committee shall be formed by two internal members of the AIMEN staff, and by an External Expert in Criminal Compliance who shall accredit experience, knowledge and those skills generally required for a Compliance Officer.

The principle of Proportionality is fundamental to the proper application and interpretation of this Compliance Policy, as well as the Compliance Based Approach.

Risk as a mechanism for analysis and prevention of regulatory risks and non-compliance.

AN ORGANISATION FIRMLY COMMITTED TO COMPLIANCE

"Respect for the rules and the application of this Compliance Policy is an obligation and responsibility of each and every member of the organisation, who must be familiar with it through the appropriate training provided by AIMEN, and also accept it in writing".

The application of this Compliance Policy is the responsibility of each and every one of the members of AIMEN, from the functions that have been entrusted to them.

Each member, within the scope of its responsibilities, shall apply the principles contained in this Policy, so that the entire Organisation will operate in a common environment of trust and confidence.

No single decision, no single business deal, no single circumstance, no matter how advantageous it may appear to be, should take precedence over this Compliance Policy.

"All together we make possible a Compliance Policy that guarantees the AIMEN's reputational solvency".

Failure to comply with this Policy always entails a risk for the Organisation that will entail consequences in terms of sanctions in accordance with the legislation in force.

ASSIGNING COMPLIANCE RESPONSIBILITIES

THE GOVERNING BOARD

The Board of Directors approves and guarantees the effectiveness of all Compliance Policies and Systems to be implemented by AIMEN. The necessary communication channels shall be made available to AIMEN staff to hear and deal with any complaints or communications relating to this Compliance Policy that have not been dealt with by the ordinary heads of the Compliance Function.

The Executive Committee, as the Governing Body, will also be the usual interlocutor with the Compliance Committee, as delegated by the Association's Board of Directors.

The Compliance Function shall report at least annually on its work. The performance of the members of the Compliance Function shall be evaluated by the Board of Directors and the Executive Committee.

The Compliance Function will report to the Board of Directors, who will ultimately decide on any corrective actions to be implemented as part of the process of continuous improvement of the System.

The Compliance Function shall submit an annual budget for approval by the Board of Directors together with the general annual budget of the Association, which shall be in line with the strategic importance of its functions, under the principle of proportionality and in consideration of the criminal risks identified in the organisation and the resources needed to address them.

Ordinary corrective actions shall be taken by the Compliance Function and, in urgent cases, at the request of its chairman in contact with the rest of the members of the function even if they do not meet physically. The Board of Directors shall be duly and regularly informed of the actions taken, either directly or through the Executive Committee.

Corrective actions of major importance or of a structural or strategic nature must be approved by the Board of Directors, or by delegation made for this purpose, by the Executive Committee, on the proposal of the Compliance Function. When the urgency

and importance of the corrective action so advises, precautionary measures may be adopted by the Compliance Function, without prejudice to their definitive ratification by those Governing Bodies.

DIRECTOR GENERAL OF AIMEN. Board of Directors

AIMEN has a **General Manager and Directors** (currently two, Industrial Director and Technological Director) who play a leading role in our Compliance Policy. This is their direct responsibility:

- To lead the effective application of this Compliance Policy among its team, motivating its knowledge, encouraging consultations and possible complaints within a framework of trust and normality in compliance with this Policy.
- Ensure that its employees and dependents comply with the obligations imposed on them by the Compliance System, supporting them in any decisions they take to avoid an incident or risk of non-compliance, even if such decisions provoke complaints from customers, suppliers or other third parties.
- Identify those aspects of the Policy that affect their duties and adopt as many decisions as they deem necessary for its correct implementation, especially with regard to the effective and efficient application of the policies, procedures and controls set out in the Compliance System.
- Fulfil such other obligations as may be set by the Compliance System or duly delegated to it.
- Participate proactively in the proper performance of the Compliance Function, proposing improvements, reporting new risks, providing the necessary resources within the framework of its competencies and generally facilitating the work of the Compliance Function.

MIDDLE MANAGEMENT AND EMPLOYEES

It is the responsibility of the **Managers, Coordinators, Team Leaders**, and, in short, of all the members that make up the rest of the social mass of the Technology Centre, to assume, within their sphere of competence, the following basic but, in turn, fundamental functions:

- Be adequately familiar with this Compliance Policy and the System that applies it, attending and taking advantage of training courses and requesting any necessary clarifications through the various channels available.
- Commit to their compliance, proactively participating in their effective and efficient implementation and observing the expected behaviour in their daily tasks.
- Assume all obligations imposed on it in the Compliance System, especially the procedures and controls that it must integrate into its daily work.
- Improve the Policy and the System by providing information on new risks, as well as by reporting through the appropriate channels incidents and risks of non-compliance of which it becomes aware.
- Facilitate the work of the Compliance Function by proactively collaborating with it and providing it with the necessary reports and information.

COMPLIANCE TRAINING and AWARENESS RAISING

The training and awareness of all members of the Organisation in Compliance is a decisive element in preserving its effectiveness, so AIMEN will insist on training activities and general awareness of the obligation and need to adapt conduct under the premise of ethical principles and regulatory compliance.

To this end, to develop a continuous training and awareness-raising activity, which will respond, inter alia, to the following principles or needs that arise:

- **Risk-based approach:** Planning training and awareness-raising actions according to the risks identified and their importance.
- **Training adapted to the characteristics of the professional groups or functional areas of the organisation,** in such a way that the effectiveness is the greatest possible, attending to those general matters that affect the whole organisation, with emphasis on the specific or more intense risks in those defined groups or areas.
- **Making the most of the training,** establishing the appropriate channels to ensure that the training and awareness-raising has been understood and assimilated by its recipients.
- **Sufficient resources for training,** also providing the necessary time for it and the internal or external teachers considered necessary. In this respect, it will be essential for managers, supervisors, coordinators, etc., to spread the culture of compliance throughout the entire organisation in stages.
- **Interaction,** responding to requests for training that are considered appropriate and beneficial to the Organisation in the area of Compliance.
- **Training planning,** establishing at least an annual Compliance training plan that facilitates knowledge of Compliance, immersion in a culture of ethics and compliance and also contributes to a process of continuous improvement of the Criminal Compliance Management System.

HOW WE REACT TO NON-COMPLIANCE

ZERO TOLERANCE FOR CRIME

We will always apply a **"Zero Tolerance"** policy to any kind of risk of non-compliance. Any situation or proposal (whether internal or external to the organisation) that could compromise the principles set out in this Policy must be discarded.

All members of AIMEN must carry out their activities and make their decisions in full knowledge of the legality of their actions. Any action that

contravening this principle is detrimental to the Association, even if it apparently brings direct or indirect benefits, because strict adherence to this Compliance Policy is a Superior Value for AIMEN, and nothing is above respecting it.

COMPLIANCE MOTIVATION

In accordance with current legislation, a specific **system of infringements and penalties will be** applied for breaches of this Policy, which will be governed by the principle of proportionality in relation to the potential damage.

Those acts and behaviours that promote or ensure the culture of ethical compliance desired by AIMEN **will be recognised and valued** in the annual performance evaluations.

COMMUNICATION CHANNELS AND ETHICAL CHANNEL

As has already been explained throughout this Policy, there will be channels of communication aimed at facilitating the knowledge and application of the Policy by all members of the Organisation.

In addition, AIMEN provides all staff with an Ethics Channel that allows them to report any incident or risk of non-compliance that the employee does not wish or fear to report through the ordinary channels of the Technology Centre.

The Compliance Function, by express delegation of the Board of Directors, shall decide from time to time whether this Ethics Channel shall be internal or external, i.e. managed internally by Association staff or contracted to external professionals who will be in charge of such management, reporting periodically and effectively on the work carried out and/or incidents reported.

The availability, mode of access and operating regulations, approved by the Compliance Function, of this Ethics Channel shall be immediately and directly communicated to all members of the Organisation, and shall also be dealt with in the training processes for members of the Organisation.

This channel will be based on the following principles:

- All members of the Organisation are **obliged to report breaches and irregularities** of which they become aware.
- The **channel must be known**, so AIMEN will sufficiently disseminate its existence and make it available to its members, as well as clarify any doubts about its use.
- **It offers guarantees and trust.** It guarantees confidentiality and the absence of reprisals for any communications that may be made through it.
- Absolute respect of the legislation relating to the **Protection of Personal Data**.
- **Safe maintenance and continuous accessibility** are guaranteed.
- **Confidentiality and anonymity:** Communications are in any case confidential, and those submitted anonymously are accepted.
- The channel managers are guaranteed **not to have conflicts of interest**, with a duty to abstain in the event that any kind of conflict is identified.
- **All complaints submitted will be investigated.**
- The **use of the channel must be based on the good faith** of the reporter. It is not a breach of good faith for a person to report an irregularity that turns out not to be an irregularity or that cannot be duly proven. A person who knowingly communicates uncertain facts with the aim of harming third parties or the Association itself is considered to be in breach of good faith. Malicious communications shall, in accordance with current legislation, be duly sanctioned.

"The knowledge and use of the ethical channel should be disseminated and encouraged within the organisation."

The Ethics Channel, like the other internal communication instruments, is a basic element, in its dual preventive and reactive facet, in the face of non-compliance.

Likewise, the information that may reach the Compliance Function through them will facilitate decision-making for the continuous improvement of the System.

For all these reasons, the Association will disseminate its existence and method of use and will insist on making its existence generally known.

INVESTIGATION PROCEDURES

AIMEN has the duty to investigate any facts that may involve an incident or risk of non-compliance, especially information that may provide indications of criminally reprehensible behaviour on the part of any of our employees.

These investigations must always be carried out with respect for fundamental rights and strict observance of the principle of the presumption of innocence, guaranteeing at all times that the privacy and integrity of the worker or workers under investigation will not be violated, who will have at their disposal the necessary means to make any allegations and proposals they consider necessary in their defence.

To this end, our Compliance System provides for a standardised investigation procedure that respects the rights of all employees, which will be subject to a set of regulations that, in accordance with these principles, will be drafted by the Compliance Function by express delegation of the Board of Directors (without prejudice to its referral to the Board as part of the general Compliance information that it must provide). These regulations shall be duly disseminated to all members of the Organisation for their knowledge, without prejudice to also forming part of the Compliance training actions to be carried out.

RULES AND GUIDELINES THAT DEVELOP AIMEN'S COMPLIANCE POLICY.

This Compliance Policy may be further developed by other policies.



The Compliance Policy is based on specific or "sectorial" guidelines issued by the Board of Directors or even the Executive Committee of AIMEN (in accordance with its statutory powers), as well as guidelines and good practice manuals, always within the parameters, principles and guidelines established by this Compliance Policy, issued by the Management or the Compliance Committee itself.

In the event that the Compliance Committee issues guidelines, directives or minor internal regulations, within the scope of its functions and powers, it must inform the Management and the Governing Bodies of the same.

For their part, as indicated above, AIMEN's Management and the Area managers, within their functions, may develop guidelines, recommendations, good practices and similar documents for the training and management of their subordinates, which shall respect internal policies and rules, including this Compliance Policy and others that may be developed, informing the Compliance Function accordingly.

NORMATIVE REFERENCE

Compliance with ethical values goes hand in hand with compliance with the law, and this is an essential principle in any compliance policy, insofar as

declaration by the Organisation of its commitment to compliance with the law and rejection of its transgression.

This Compliance Policy, also considering compliance with the law as a fundamental principle that informs it, has been drafted taking into consideration the legal regulations in force at the date of its publication, published jurisprudence, as well as national and international standards and related soft law. Among others:

- Universal Declaration of Human Rights
- United Nations Global Compact
- European Convention for the Protection of Human Rights and Fundamental Freedoms
- ILO Conventions
- International conventions on the preservation of the environment
- The Spanish Constitution of 1978
- Organic Law 1/1981 of 6 April 1981 on the Statute of Autonomy for Galicia.
- Organic Law 1/2002, of 22 March, regulating the Right of Association.
- Law 50/2002, of 26 December 2002, on Foundations
- Organic Law 10/1995 of 23 November 1995 on the Penal Code.
- Royal Decree of 14 September 1882 approving the Law of Criminal Procedure.
- Circular 1/2011 of the State Attorney General's Office
- Circular 1/2016 of the Attorney General's Office.
- Circular 3/2017 of the State Prosecutor's Office (*disclosure of secrets and computer-related damages*)
- Supreme Court rulings on the RPPJ
- Royal Decree of 24 July 1889 publishing the Civil Code.
- Organic Law 6/1985 of 1 July 1985 on the Judiciary.
- Law 1/2000 of 7 January 2000 on Civil Proceedings.
- Commercial Code and complementary legislation.
- Royal Decree of 22 August 1885 publishing the Commercial Code.
- Royal Decree 1784/1996 of 19 July 1996, approving the Regulations of the Commercial Register.
- Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act.
- Law 15/2007, of 3 July, on the Defence of Competition.
- Royal Decree 261/2008, of 22 February, approving the Regulation on the Defence of Competition.
- Royal Legislative Decree 1/2020, of 5 May, approving the revised text of the Insolvency Act.
- Law 2/2011 on Sustainable Economy
- Royal Legislative Decree 1/1996, of 12 April 1996, approving the revised text of the Intellectual Property Law, regularising, clarifying and harmonising the legal provisions in force on the matter.
- Law 17 of 17 December on Trademarks.
- Law 11/1986 of 20 March 1986 on Patents.
- Law 1/2019, of 20 February, on Business Secrets.
- Law 39/2015 of 1 October, on Common Administrative Procedure.
- Law 40/2015, of 1 October, on the Legal Regime of the Public Sector.
- Law 29/1998 of 13 July 1998, regulating Contentious-Administrative Jurisdiction.
- General Tax Law. Law 58/2003 of 17 December 2003.
- Royal Decree 520/2005, which approves the LGT Regulation.
- General Budget Law of each year

- Royal Decree 1065/2007, of 27 July, approving the General Regulations on tax management and inspection actions and procedures and on the development of the common rules for tax application procedures.
- Royal Decree 1619/2012, of 30 November, approving the Regulation governing invoicing obligations.
- Royal Decree 2063/2004, of 15 October 2004, approving the General Regulations on tax penalties.
- Royal Decree 939/2005 of 29 July 2005, approving the General Collection Regulations.
- Law 27/2014, of 27 November, on Corporate Income Tax.
- Royal Decree 1777/2004, of 30 July 2004, approving the Corporate Income Tax Regulations (BOE, 6 August 2004).
- Law 35/2006, of 28 November, on Personal Income Tax and partially amending the laws on Corporate Income Tax, Non-Resident Income Tax and Wealth Tax (BOE, 29 November 2006).
- Royal Decree 439/2007, of 30 March, approving the Regulations on Personal Income Tax and amending the Regulations on Pension Plans and Funds, approved by Royal Decree 304/2004, of 20 February (BOE, 31 March 2007).
- Law 37/1992 of 28 December 1992 on Value Added Tax (BOE, 29 December 1992).
- Royal Decree 1624/1992, of 29 December 1992, approving the Value Added Tax Regulations (BOE, 31 December 1992).
- Royal Decree 1619/2012, of 30 November, approving the Regulation governing invoicing obligations (BOE, 1 December 2012).
- Inheritance and Gift Tax Act 29/1987 of 18 December 1987
- Royal Decree 1629/1991, of 8 November 1991, approving the Inheritance and Gift Tax Regulations.
- Wealth Tax Act 19/1991 of 6 June 1991
- Law 4/2008, of 23 December, which abolishes the Wealth Tax levy, generalises the monthly refund system for Value Added Tax and introduces other amendments to tax legislation.
- Royal Decree-Law 13/2011, of 16 September, re-establishing Wealth Tax, on a temporary basis
- Royal Legislative Decree 2/2004, of 5 March 2004, approving the revised text of the Law Regulating Local Treasuries.
- Royal Legislative Decree 1175/1990, of 28 September 1990, approving the rates and instruction of the tax on economic activities
- Accounting Plan - Royal Decree 1014/1997 of 26 December 1997.
- Law 10/2010 of 28 April, on the prevention of money laundering and terrorist financing (BOE 29/04/10).
- Royal Decree 304/2014 of 5 May, approving the Regulations of Law 10/2010 of 28 April, on the prevention of money laundering and terrorist financing (BOE 5/5/14).
- Resolution of 10 August 2012, of the General Secretariat of the Treasury and Financial Policy, publishing the Agreement of 17 July 2012, of the Commission for the Prevention of Money Laundering and Monetary Offences, which determines the jurisdictions that establish requirements equivalent to those of the Spanish legislation for the prevention of money laundering and terrorist financing (BOE 23/08/12).
- Commission Directive 2006/70/EC of 1 August 2006 laying down implementing measures for Directive 2005/60/EC of the European Parliament and of the Council as regards the definition of 'politically exposed person' and the technical criteria for simplified customer due diligence procedures and for exemption on grounds of a financial activity conducted on an occasional or very limited basis.

- Directive 2005/60/EC of the European Parliament and of the Council of 26 October 2005 on the prevention of the use of the financial system for the purpose of money laundering and terrorist financing.
- Royal Decree 54/2005, of 21 January, amending the Regulations of Law 19/1993, of 28 December, on certain measures for the prevention of money laundering, approved by Royal Decree 925/1995, of 9 June, and other rules regulating the banking, financial and insurance system (BOE 22/01/05).
- Law 19/2003 of 4 July 2003 on the legal regime governing the movement of capital and foreign economic transactions and on certain measures to prevent money laundering.
- Royal Decree 1816/1991, of 20 December 1991, on Foreign Economic Transactions
- Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 General Data Protection Regulation
- Organic Law 3/2018, of 5 December, on the Protection of Personal Data and the guarantee of digital rights.
- Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons reporting breaches of Union law
- Preliminary draft law regulating the protection of persons reporting offences transposing Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons reporting breaches of Union law.
- Law 34/2002 of 11 July 2002 on information society services and electronic commerce.
- Royal Legislative Decree 2/2015, of 23 October, approving the revised text of the Workers' Statute Law.
- General Social Security Law
- Royal Decree 2064/1995 of 22 December 1995 approving the General Regulations on contributions and the settlement of other social security rights.
- Law 31/1995, of 8 November 1995, on the prevention of occupational hazards.
- RD 39/1997, rewritten text of the Prevention Services Regulations.
- Organic Law 4/2000 of 11 January. Regulates the rights and freedoms of foreigners in Spain.
- Law 36/2011, of 10 October, regulating social jurisdiction
- Organic Law 3/2007, of 22 March, for the effective equality of women and men.
- Royal Decree 902/2020 of 13 October on equal pay for women and men.
- Royal Decree 901/2020, of 13 October, regulating equality plans and their registration and amending Royal Decree 713/2010, of 28 May, on the registration and deposit of collective bargaining agreements and collective labour agreements.
- Law 10/2021 on distance work
- RDL 5/2000 approving the revised text of the Law on Infractions and Sanctions in the Social Order.
- Organic Law 11/1985 on Freedom of Association
- Likewise, AIMEN's Compliance Policy, and the entire SGCP, follows guidelines, directives, national and international standards, as well as related soft law in general:
 - Good Corporate Governance Guide for SMEs (Cepyme)
 - Code of Good Corporate Governance (CNMV)
 - Principles of Good Corporate Governance (OECD)
 - Guidelines for Multinational Enterprises (OECD)
 - Data Protection Guides (AEPD)
 - Evaluation of Corporate Compliance Programs Guidance (U.S. Department of Justice Criminal Division)
 - United States Sentencing Guidelines
 - Australian Standards AS3806-2006
 - Idw aSSs 980
 - US FCPA

- UK BRIBERY ACT
- Internal Audit Guides (Institute of Internal Auditors of Spain)
- UNODC Anti-Corruption Guides
- ISO-UNE standards and standardisation: 19601- 19600-19602-37301-37001-37002-37000- 45001-14001-26000-165019

VALIDITY

This Compliance Policy will be duly updated in the event of changes in the internal or external context of AIMEN that make it advisable, as well as in the case of legal modifications that affect it.

This Compliance Policy has been approved by the Board of Directors of AIMEN, in its

The current version, which was adopted at its meeting on 19 May 2022, is a true reflection of the values that should govern our Association.

It shall enter into force on the date of its approval and shall remain in force as long as it is not replaced or modified in accordance with the procedures established in AIMEN.