

## 1. Identification

### 1.1. Objectives

This document's objectives are the following:

- To establish general patterns of action and behavior.
- To define a mandatory ethical standard in outline form to govern how the persons subject to the Code of Ethics behave at work.
- To create a set of rules on standard conduct for stakeholders (such as collaborators, suppliers, customers, shareholders and partners) involved in relations with any of the Group companies.

### 1.2. Scope

This policy is of mandatory application to all the employees, including officers and directors of the managing bodies of Abertis Mobility Services (“**AMS**”) and its subsidiaries, including emovis, hereinafter the “**Group**”. It also applies to the different stakeholders of the Group.

### 1.3. Area of dissemination

This policy will be distributed among all the employees, including officers and directors of the managing bodies of the Group, (“**Affected Persons**”).

## 2. Definitions

**Shareholder:** owner of one or more shares and/or other units of interest in a company and therefore a partner in the company.

**Group assets:** the Group's assets are the group's real property and movable property, e.g., shares and/or other units of interest in companies, money, land, equipment, vehicles, tools, computer hardware, software, trademarks, domains, industrial and intellectual property, company information, employees' knowledge and the product of employees' work.

**Good faith:** the conviction, on the part of persons subject to the Code of Ethics, that the right thing is being done.

**AMS Code of Ethics:** The ground rule of the Group, which establishes certain general patterns of action that must be observed by all persons within the scope of this document. No internal rules or regulations of a company of the Group may go against the AMS Code of Ethics.

**Query:** Any submitted question or concern regarding the behavior of persons subject to the Code of Ethics or persons in the Group's stakeholder groups with respect to compliance with the AMS Code of Ethics and/or internal rules or regulations implementing codes of ethics.

**Stakeholders:** Organizations or individuals that may be significantly affected by the activities of any of the Group companies, and whose actions can affect our organization's ability to pursue its strategies successfully and reach its objectives. The Group's stakeholders are its suppliers, its customers, its shareholders/partners, its collaborators, governments and not-for-profit organizations.

**Confidential information:** Written or oral information dealing with contents such as (but not limited to) technical, financial and business information, models, names of potential customers or partners, proposed business transactions, reports, maps, market forecasts, data, analyses, working papers, compilations,

comparisons, studies or other documents whose release may directly or indirectly harm the owner of the information.

**Privileged information:** Specific information that refers directly or indirectly to negotiable securities and/or any kinds of financial instruments that entail the right to acquire Group securities; or specific information that refers directly or indirectly to securities involved in legal or financial transactions the Group is considering or negotiating and has not publicly announced, which, if made public, could have or would have had an appreciable influence on the price of the securities in question in an organized trading system or market. Public information and public data are not considered privileged information.

**Legislation:** Rules and regulations handed down by any public authority.

**Internal rules and regulations:** Standards, procedures, instructions and any documents the Group has set for itself that implement behavior patterns at the Group as defined in the AMS Code of Ethics.

**Notifications:** Communications by persons subject to the Code of Ethics or stakeholders to draw attention to cases of non-compliance with the AMS Code of Ethic and/or internal rules and regulations implementing codes of ethics.

**Related Persons:** the regulation defines associates as:

- (i) Spouses or partners.
- (ii) Children and other descendants, as well as their spouses or partners.
- (iii) Other relatives, whether by consanguinity or affinity, and including, without limitation, parents, siblings, grandparents, uncles, nephews, cousins, as well as the relatives of the spouse or partner.
- (iv) Any person with whom the Affected Person has a friendship.
- (v) Companies or legal entities in which the Affected Person or their Associates hold executive status or are responsible for their management, or which have been created for their benefit or have economic interests equivalent to their own or in which they have effective control, in the terms established in the Stock Market Act.
- (vi) Intermediaries or persons in agreement with whom they act.

**Information and communication systems:** Computer, Internet, e-mail and telephone systems, also any other information and communication technology provided by the Group now or in the future (such as conventional or telepresence videoconferencing or unified messaging).

**Partner/investor:** A person who enters into a partnership agreement with another person and who, in turn, provides capital, services or professional knowledge in order to receive a share of the partnership's earnings.

## 3. Implementation

### 3.1. Responsibilities

#### AMS Executive Committee

The functions of the AMS Executive Committee ("Comex") includes the following:

- Approval of the AMS Code of Ethics and all significant amendments to it.

- Creation of AMS Ethics Committee and approval and amendment of significant points of the rules governing AMS Ethics Committee throughout the Group, as well as the operating procedure used by the AMS Ethics Committee.

### **Governing bodies of the Group entities**

Among other functions, the directors, boards of directors or other governing bodies of the various companies belonging to the Group are responsible for appointing the local compliance responsible, subject to the approval of the AMS Ethics Committee.

### **AMS Ethics Committee**

Located in AMS headquarters, this is the highest authority for the enforcement of the AMS Code of Ethics.

This committee is the advisory and managing body that handles all issues concerning the AMS Code of Ethics. This committee is governed by a chairperson and meets regularly to do its duty, acting in accordance with the rules on the AMS Ethics Committee.

Everyone sitting on an Ethics Committee is obligated:

- to operate under the criteria of independence and fairness,
- to keep all data and all action taken confidential and
- to ensure that there are no reprisals against any employees or third persons involved in a query or notification. Queries and notifications can be revealed outside AMS Ethics Committee only when strictly necessary (such as when required by law). Even so, at all times the necessary safeguards will be taken to maintain confidentiality.

### **Group Managers with HR Duties**

The teams working with human resources (HR) managers in the Group will handle these tasks:

- Delivering copies of the Code of Ethics, and the prevention of corruption rules to all persons subject to the rules at each time.
- Informing the AMS Ethics Committee of the number of persons subject to the Code who have and have not signed the Annual Declaration of Compliance each year.

### **Persons Subject to the Code of Ethics**

- Every person subject to the Code of Ethics must inform the AMS Ethics Committee of all cases of non-compliance with the Code of Ethics that come to his or her knowledge.
- Persons subject to the Code of Ethics must help create a culture of compliance with the Code of Ethics and the rules and regulations applicable to the Group. To do so, it is vital to comply with the rules applicable to the Group and encourage other employees to do the same.
- Any person subject to the Code of Ethics who is a senior executive, on the management team or in middle management and/or has the power to represent any Group entity and/or holds controlling and organizational powers must evaluate his or her subordinates according to their compliance with the rules applicable to them.

### 3.2. Guiding Principles

1. We stand on the ethical principles of integrity, honesty and transparency, constantly maintaining behavior based on good faith.
2. We comply with the legislation applicable in each of the countries where the Group is present, the Group's internal rules and regulations and the rules and regulations set by our business unit.
3. Ethical conduct and compliance with rules and regulations are more important than the Group's results.
4. If there is ever any conflict between the applicable legislation and the Group's applicable internal rules and regulations, legislation always prevails.
5. We keep the personal situation of persons subject to the Code of Ethics from conflicting directly or indirectly with the interests of any of the entities of the Group.
6. We treat the information with the utmost rigor.
7. We use and protect the Group's assets appropriately.
8. We guarantee equal opportunities and freedom from discrimination for persons.
9. We guarantee no reprisals will be taken for any query/ notification made in good faith about non-compliance with the Code of Ethics and other internal policies.

### 3.3. Behavior patterns under the Group's Guiding Principles

#### 3.3.1. We stand on the ethical principles of integrity, honesty and transparency, constantly maintaining behavior based on good faith

All persons subject to the Code of Ethics must act pro-actively, responsibly and efficiently to see that the Group reaches its objectives with perseverance, drive and enthusiasm, creating value for the Group and its shareholders. Persons subject to the Code of Ethics must take a proactive, responsible, efficient approach, and they must do so in an upright, honest, transparent manner, maintaining at all times behavior based on good faith and sending a message of credibility to all persons subject to the Code of Ethics and our stakeholders

#### 3.3.2. We comply with the legislation applicable in each of the countries where the Group is present, the Group's internal rules and regulations and the rules and regulations set by our business unit

All persons subject to the Code of Ethics must act as follows:

- Comply with the law in the countries where the Group is going business or endeavoring to do business. For that reason, the Group encourages all persons subject to the Code of Ethics to know the legislation and internal rules and regulations applicable to the Group's activities.
- Know the legislation and the internal rules and regulations of the Group that pertain to their job. Persons subject to the Code of Ethics may never take part in acts that might compromise respect for the principle of legality. Ignorance of the law or the rules and regulations applicable to the Group is no excuse for non-compliance, nor is the argument that the infringement in question is widespread throughout the Group.
- In no case must orders from a superior be obeyed if they are against the law and/or the applicable rules and regulations. While a very wide range of legislation applies to the firms in

the Group, the group highlights compliance with the legislation listed below, which is applicable to all the firms in the Group, regardless of nationality and business type.

#### 3.3.2.1. Compliance with the United Nations Global Compact

The Group has joined the United Nations Global Compact and adopted its principles concerning behavior and action in matters of human rights, labor, the environment and anti-corruption. The Code of Ethics respects the Global Compact's principles and is written on the premise of to-the-letter compliance with all laws and regulations in force.

##### **Respect for Human Rights:**

The Group companies protect and respect universally recognized fundamental human rights within their area of influence and make sure that they do not collude with human rights violations. In the event of a human rights violation, Group firms will do their utmost to repair the damage done.

##### **Respect for Labor Rights:**

The Group guarantees:

1. Freedom of association and effective recognition of the right to collective bargaining.
2. The elimination of all forms of forced or mandatory labor.
4. The eradication of child labor.
5. The abolition of discriminatory practices in employment and occupation.

##### **Respect for the Environment:**

All actions of the Group companies that might harm the environment are subject to preventive action to favor the environment, promote greater environmental responsibility and favor the development and spread of environmentally friendly technologies. Any act by the Group that may imply some damage and/or threat to the environment must be reported immediately to the Corporate Ethics and Crime Prevention Committee or the proper local committee, depending on where the damage and/or threat occurs.

##### **Respect for the Fight Against Corruption:**

Group companies roll out action to combat corruption in all its potential forms, both active or passive, whether by persons subject to the Code of Conduct or by stakeholders of the Group.

#### 3.3.2.2. The Fight Against Corruption

The Group does not tolerate any act of corruption of any sort. The Group forbids persons subject to the Code of Ethics, group suppliers and partners:

- to perform any act that might create the appearance that a crime of corruption has been committed under the legislation applicable in that country or
- to offer or receive any kind of advantage to or from any individual or legal person belonging to the public sector or the private sector, on the domestic or international scale, and/or to perform any act whose object is to compromise the objectivity and transparency of any decision-making process so as directly or indirectly to benefit Group firms and/or persons subject to the Code of Ethics.

Corruption is hunted down and reported on both the domestic and the international stage. In most jurisdictions, criminal or administrative liability in matters of corruption is attached not only to the firm and/ or individual that committed the act, but also to the parent company of the Group, that is, Abertis Infraestructuras, S.A. That is why the Group has its prevention of corruption rules and applies them to all Group companies.

Anyone who has any doubts about a situation or observes a case of corruption must inform the proper Ethics and Crime Prevention Committee.

#### 3.3.2.3. Prevention of Money Laundering and Terrorist Financing

The Group will comply with domestic and international laws and rules to prevent money laundering. In this sense, it will not establish business relations with any persons or entities that fail to comply with such laws and rules or fail to provide proper information in connection with compliance with such laws and rules.

#### 3.3.2.4. Compliance with Accounting and Financing Rules and Regulations

The Group's economic and financial information will give a true and fair view of the group's real economic position, financial position and assets, in accordance with generally accepted accounting principles and the applicable international financial reporting standards. No person subject to the Code of Ethics will conceal or distort the information in the Group's accounting reports and records, which will be full, accurate and truthful.

#### 3.3.2.5. Compliance with Tax and Fiscal Rules and Regulations

The Group will comply with domestic and inter-national tax and fiscal rules and regulations. Moreover, it will foster all action necessary to reduce all significant fiscal risks and prevent the kinds of behavior that might create fiscal risks.

#### 3.3.2.6. Personal Data Protection

Personal data processing must be done in such a way as to guarantee data privacy and at all events to comply with the applicable legislation.

#### 3.3.2.7. Intellectual and Industrial Property Protection

Intellectual and industrial property created by employees of the Group is the property of the Group entity to which the employee belongs.

All persons subject to the Code of Ethics must strive to protect patents, brand names, copyrights, trade secrets and other information subject to intellectual and industrial property rights held by firms in the Group. Moreover, it is fundamental to respect the legitimate intellectual and industrial property rights of third persons.

#### 3.3.2.8. Competition

Persons subject to the Code of Ethics must respect the principles and rules of fair competition and must not violate competition defense laws. The business's legal office must vet in advance all agreements between Group firms and third parties that might have a negative effect on competition.

Moreover, every acquisition of a new business for the Group must undergo oversight in advance by the competent Group legal offices. They will analyze the risk of negative market impact and if necessary will contact the competent competition authorities before the new acquisition is finalized to request a decision on the operation's legality.

### 3.3.3. We keep the personal situation of persons subject to the Code of Ethics from conflicting directly or indirectly with the interests of any of the entities of the Group

Persons subject to the Code of Ethics must avoid any situation in which their personal interests and the interests of related persons may clash with the Group's interests. Should these persons find themselves in a conflict-of-interest situation, they must notify the AMS Ethics Committee. Reports must be made as soon as possible after an actual or potential conflict-of-interest situation is noticed and at all events before the decision that may be affected by the possible conflict of interest is made. Moreover, any change in or termination of a reported situation must be reported to the AMS Ethics Committee.

In potential conflicts of interest, persons subject to the Code of Ethics

- must not seize personal advantages for themselves or for related persons by reason of their position in the Group,
- cannot engage in professional activities similar to the professional activities they render for the Group if doing so may interfere with the Group's interests and
- cannot directly or indirectly, in person or through related persons, play a role in the governing bodies of other entities that may clash with the Group's interests.

Notwithstanding the above, persons subject to the Code of Ethics may encounter other kinds of situations that could also be deemed conflicts of interest. So, if in doubt about whether or not a situation poses a conflict of interest, we recommend informing of the situation to the AMS Ethics Committee so that it can determine whether or not an actual conflict of interest exists.

### 3.3.4. We treat the information with the utmost rigor

The Group looks on information and knowledge as one of its main assets, an asset that is vital for business management. Information and knowledge are therefore especially protected. For that reason, persons subject to the Code of Ethics must treat information and knowledge in such a way as to safeguard these things:

#### 1. Veracity

Information veracity is a core principle, so when persons subject to the Code of Ethics have any information to report, either inside or outside the organization, they must give the truth. All the Group's internal and/or external economic transactions must be clearly and accurately reflected in the correct disclosures and records.

#### 2. Business Secrets

Persons subject to the Code of Ethics must respect business secrets, which are confidential, even after the persons are no longer employed by the +Group.

When the confidential information in question belongs to Group firms, persons subject to the Code of Ethics must not reveal the information to third parties (including friends and family) unless they have to for business reasons and they are authorized to reveal the information by the Ethics Committee. In this case, the confidential information must not be used to the personal benefit of the person in question or third parties.

When the confidential information belongs to third parties outside the Group and the Group entities have gained access to it in the course of activities with their stakeholders, persons subject to the Code of Ethics must comply with any non-disclosure agreements between the Group firms and their stakeholders. The information may be revealed only when the owner of the information expressly authorizes its disclosure. The risk of unauthorized persons' gaining access to confidential and/or



privileged information must be minimized. In the event of any doubts about the nature of information, regard information as confidential until and unless the Ethics Committee states otherwise.

### **3. Communication among persons subject to the Code of Ethics**

Information and knowledge created within Group firms must flow efficiently among persons subject to the Code of Ethics, to make it easier to manage activities in the Group and to help in the advancement of persons subject to the Code of Ethics. Inaccurate, incorrect, incomplete or possibly misleading information may never be provided. Persons subject to the Code of Ethics must facilitate knowledge for the Group by spreading knowledge within group firms and making it available to the information systems run at Group firms.

### **4. The reputation of Group entities**

Any person subject to the Code of Ethics who is questioned by the media about anything concerning the Group or is asked to speak publicly on behalf of the Group must first bring the matter to the proper Group department in charge of external and/or in-house communications for a decision. At all events, any information given about the Group must be transparent, truthful and consistent. All persons subject to the Code of Ethics must take the utmost care to up-hold the good image and reputation of Group firms in all their work-related activities. Whenever they appear or present themselves at their own initiative as Group employees or directors in any social media (Internet, social networks, etc.), they must see to it that the Group's image is used correctly and appropriately and that the ethical values espoused by the Group are respected.

#### **3.3.5. We use and protect the Groups' assets appropriately**

##### **1. Assets**

Persons subject to the Code of Ethics must protect the Group's assets. They must guarantee that the Group's assets are used efficiently and appropriately and are not put to improper use. Group assets may only ever be used to the benefit of companies within the Group. The Group undertakes to facilitate the necessary means to protect and safeguard its assets.

##### **2. b. Information and communication systems**

Information and communication systems must be used primarily for business. The company reserves the right to monitor and regulate the private use of company information and communication systems as established in applicable legislation.

The Group's information and communication systems and their procurement must comply with the Group's security standards.

#### **3.3.6. We guarantee equal opportunities and freedom from discrimination for persons**

##### **3.3.6.1. Employee relations**

The Group does not tolerate workplace harassment of any sort.

The Group guarantees that persons subject to the Code of Ethics and stakeholders have equal opportunities and are free from discrimination on the grounds of sex, race, country of origin, religion, belief, age, sexual orientation, nationality, ideology, marital status or disability. Equal opportunities apply to hiring, promotion within the group and personal and career advancement. The Group will promote reconciliation policies that facilitate the necessary balance between personal/family life and work.



Relationships among persons subject to the Code of Ethics must be governed by mutual respect, integrity, transparency and trust and by conduct that safeguards the personal dignity of all. In addition, persons subject to the Code of Ethics must act in the spirit of cooperation, making what knowledge or resources they can available to the other organizational units and persons in the Group to facilitate the achievement of the Group's objectives and interests

**a. Screening and Promotion**

The Affected Persons are screened and promoted on the basis of their competencies, job performance and career integrity. Proof and substantiation of competencies, job performance and career integrity are required in screening and promotion.

**b. Training**

All Affected Persons must complete the mandatory training courses made available by the Group, where they will learn about the legislation and internal rules and regulations applicable to them, depending on the functions and activities they perform within the Group. Senior management, the management team and middle management must assess how well the people working with them know the standards applicable to them, among other parameters. This same assessment parameter also applies to senior executives, the management team and middle management in their turn.

**c. Communication**

Communication with Affected Persons concerning performance assessment and expectations must be clear.

**d. Working Conditions**

Working conditions must be safe for the health of the Affected Persons. The Group likewise ensures that its suppliers apply occupational health and safety rules and regulations. The Group will provide its employees with the resources and knowledge needed to enable them to perform their functions safely in a healthy environment. The consumption and possession of drugs and alcohol are not allowed at work (with the exception of company celebrations where moderate alcohol consumption is permitted, subject always to the country's legislation, traditions and customs).

**3.3.6.2. Customer Relations**

The Group focuses on conceiving, designing and rendering top-quality services to our customers, services that give our customers the kind of value that makes our services different from everything else on the market. Therefore, the Group encourages a commitment to quality by providing the resources and measures needed to ensure top quality in its services. Affected Persons must undertake to treat customers fairly, provide customers with accurate information and always seek excellence in the services they provide.

**3.3.6.3. Supplier Relations**

**a. Selection**

Supplier selection processes must comply with the principles of fairness, objectivity and transparency. Selection is based primarily on the criteria of quality, cost and timely delivery. When Affected Persons are selecting suppliers, they must avoid situations in which their personal interests clash with the interests of the firms in the Group. In the event of any clash of interest, the case must be reported to the AMS Ethics Committee.

## **b. Procurement**

All procurement contracts must include anti-corruption clauses and clauses accepting the AMS Code of Ethics. Environmental and social clauses may have to be included too, depending on the nature of the service. Moreover, the suppliers who are engaged must respect the principles of behavior and action established in the United Nations Global Compact. The contract terms and conditions agreed to by the parties will be respected as well.

### **3.3.6.4. Relations with the Government**

Due to the nature of the services they provide, the Group companies base their relations with the domestic and international public sector on the principles of transparency and equal opportunity, and they reject any action aimed at gaining an edge over their competitors if that action is based on an unlawful act. They also cooperate with the public authorities, complying scrupulously with the authorities' decisions at all times.

### **3.3.6.5. Relations with partners/investors and not-for-profit organizations**

Partners/investors and not-for-profit organizations that the Group selects or has relations with must be required to have behavior patterns similar or identical to the Group's.

### **3.3.7. We guarantee no reprisals will be taken for any query/ notification made in good faith about non-compliance with the Code of Ethics and other internal policies**

Queries and notifications will be free of reprisals as long as they are made in good faith. Good faith is demonstrated by furnishing evidence supporting the claim of actual or possible non-compliance. If any Affected Person believes that reprisals have been taken against him or her after submitting a non-compliance query or notification in good faith, that person must immediately notify the AMS Ethics Committee.

## **3.4. Knowledge of and training in the AMS Code of Ethics**

Each year all the Affected Persons in the Group must turn in an Annual Declaration of Compliance, which confirms that they have read and know the AMS Code of Ethics. In addition, the HR office of each business unit will give all new Group recruits who are considered subject to this Code of Ethics a copy of the Code of Ethics, the prevention of corruption rules and the relevant compliance policies to read and sign. In dealings with stakeholders, the Group companies must notify their stakeholders that this Code of Ethics must be followed in everything affecting them.

Likewise, all the Group companies will have an ethical channel on their web pages and must post the AMS Code of Ethics on their own web page.

The Group will inform all Affected Persons about the contents of this Code of Ethics and train them accordingly.

## **3.5. Compliance with the AMS Code of Ethics**

All Affected Persons must comply with the AMS Code of Ethics. Stakeholders in turn must comply with those points of the AMS Code of Ethics that pertain to them. Non-compliance by Affected Persons will be punishable according to employment legislation and other applicable rules and regulations, depending on the nature of the relationship between the persons in question and the Group companies. Non-compliance may entail dismissal from employment or discontinuance of services. The consequences of failing to comply with this Code of Ethics will affect not only the guilty person, but also every Affected Person whose acts or omissions enabled the non-compliance. If any stakeholder organizations fail to comply with those points of this Code of Ethics and the internal standards of any Group company that affect them, the Group companies will end their relations in the most appropriate way.

### 3.6. Information channels

The Group has established certain formal channels, which are supervised by the chairperson of the AMS Ethics Committee, to enable all Affected Persons and stakeholders to do the following:

1. Submit any questions about the interpretation of this Code of Ethics or the applicable legislation and internal rules and regulations.
2. Report cases of non-compliance with this Code of Ethics and the applicable legislation and internal rules and regulations.

Affected Persons and stakeholders may submit their queries and notifications by these channels:

- email: [compliance@abertis-ams.com](mailto:compliance@abertis-ams.com); o
- Letter mailed to: Att. AMS Comité Ético, Av. de Pedralbes, 17, 08034 Barcelona, España.

## 4. Internal Control

The Group reserves the right to run checks within the bounds of the law to verify the application of the AMS Code of Ethics and forestall activities that might affect information confidentiality, integrity, availability and lawfulness.

## 5. Files

All supporting documents for queries/notifications, query/ notification follow-up and investigation and decisions will be kept on file by the AMS Ethics Committee for as long as required by the legislation applicable to the country.

Annual Declarations of Compliance will be kept on file by the HR office of each business unit. Filing will be done electronically, on an electronic medium that guarantees data integrity, correct data readout, the impossibility of data manipulation and good data preservation and discovery.

## 6. Referenced Documents

- AMS Code of Ethics.
- AMS Corruption Prevention Policy.
- AMS Institutional Attentions and Gifts Policy.
- AMS Conflict of Interest Policy
- AMS Advocacy Lobby Policy.

## 7. Change control

VIEW	DATE	CHANGES	AFFECTED SECTIONS
1.0	19/5/2022	Initial drafting of the document	All

Date & Signature  
Acknowledged and agreed

Code of Ethics  
Publication date: 1 June 2022  
Approved by: AMS Executive Committee