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INTRODUCTION

Our group, as an international leader in mobility infrastructure management in the motorway business, has always been committed to conducting its activities with honesty, integrity and in accordance with the law.

In view of the current institutional and political crisis and the new legislative changes to combat corruption and fight for transparency, as well as to adapt to the strong international growth of the Abertis Group, the Board of Directors approves a new version of the Abertis Group *Code of Ethics*.

The Abertis Group *Code of Ethics* is the fundamental rule of the Abertis Group. Its principles are set out in internal regulations.

This *Code of Ethics* aims to set out the principles and values that must guide the behaviour of the Abertis Group's employees, as well as that of its suppliers, customers, distributors, external professionals and representatives of the Abertis Group and representatives of national and foreign public administrations.

As an ethical, socially responsible and environmentally friendly organization, the Abertis Group attaches the utmost importance to the fair treatment of employees, customers and suppliers, authorities, investors and the general public. Likewise, the Abertis Group formally expresses its condemnation of any form of corruption and its firm commitment to compliance with the law.

The Abertis Group DOES NOT TOLERATE any act that contravenes the *Code of Ethics*, automatically entailing penalties for the offending director, managerial staff, and personnel, as well as for the stakeholders that have dealings with the various Abertis Group companies. All members of the Abertis Group ensure the real and effective application of the principles set out in the *Code of Ethics*.

If you have any doubts about the Abertis Group's *Code of Ethics*, feel free to submit a query using the channels that each Abertis Group company has at your disposal.



1. Identification

1.1. Purpose

The purpose of this document is:

- To establish general guidelines for action and behaviour.
- To define a mandatory ethical scheme of reference, which must govern the working and professional behaviour of the subject persons.
- To create reference rules of conduct for stakeholders who have a relationship with any of the Abertis Group companies (collaborators, suppliers, customers, shareholders, partners, etc.).

1.2. Scope

The Code of Ethics is mandatory for all controlled companies¹ of the Abertis Group and foundations linked to it, as well as for stakeholders related to them. In investees, Abertis will promote, through its representatives on their governing bodies, aligning its own policies with those of Abertis.

1.3. Area of dissemination

The scope of dissemination of this Code of Ethics is all controlled companies of the Abertis Group.

Each company shall ensure the dissemination of this Code of Ethics to the areas or groups to which it applies.

As a minimum, its dissemination shall be guaranteed to all directors, senior management, management team, middle management and employees of the Abertis Group (hereinafter, "subject persons").

2. Definitions

Shareholder: owner of one or more shares and/or holdings in a commercial company and, therefore, a partner in the company.

Abertis Group assets: the Abertis Group's assets consist of real estate and movable property: shares and/or equity interests, money, land, equipment, vehicles, tools, computer equipment, software, trademarks, domain names, industrial and intellectual property, company information, the knowledge and work product of its employees, etc.

¹ **Controlled companies:** companies in which Abertis holds a stake of more than 50% or, failing that, in which the shareholders' agreement so provides.

Good faith: the conviction on the part of the subject persons that they are acting with integrity and honesty.

Abertis Group Code of Ethics: this is the fundamental rule of the Abertis Group that establishes the general guidelines for action that must be complied with by all persons included in the scope of this document. No internal rules of the Abertis Group companies may go against its stipulations.

Local Code of Ethics: a regulation that develops the Abertis Group's *Code of Ethics* to adapt it to the specific legislation, traditions and customs of the country in which the different Abertis Group companies are located.

Communications: notifications by the subject persons or by stakeholders of possible cases of non-compliance with the Abertis Group *Code of Ethics*, the *Local Codes of Ethics* and/or internal implementing regulations.

Consultation: raising of any doubts/concerns regarding the conduct of subject persons, or of persons making up the Abertis Group's stakeholders, with respect to compliance with the Abertis Group *Code of Ethics*, the *Local Codes of Ethics* and/or internal implementing regulations.

Foundations linked to the Abertis Group: entities created for the execution of general-interest purposes determined in their founding bylaws. For the purposes of this *Code of Ethics* and other applicable Abertis Group internal regulations, foundations linked to the Group are considered controlled companies.

Abertis Group: companies actually or potentially controlled, directly or indirectly, by Abertis Infraestructuras, S.A., control being understood as:

- the holding of a majority of voting rights,
- the power to appoint or remove a majority of the members of the governing body, or
- the power to hold the majority of the voting rights by virtue of agreements concluded with third parties.

Abertis Infraestructuras, S.A. empowers all controlled companies of the Abertis Group to have their own codes of ethics, hereinafter *Local Codes of Ethics*, which may at no time contravene the principles of the Abertis Group *Code of Ethics*.

Stakeholders: entities or individuals who may be significantly affected by the activities of any of the Abertis Group companies, and whose actions may affect the organization's ability to successfully develop its strategies and achieve its objectives. The Abertis Group's stakeholders are its suppliers, its customers, its shareholders/partners, its collaborators, its investors, public administrations and non-profit organisations.



Confidential information: information belonging to Abertis or to third parties that has been made available to Abertis and is subject to confidentiality obligations. It is information that must only be known and used by personnel specifically authorised to do so, on a need-to-know basis for the performance of the tasks entrusted to them. Confidential information must not be shared with anyone unauthorised, even internal Abertis personnel, unless it is known that the recipient of the information is authorised to know and use it.

Personal information: any information containing data relating to an identified and identifiable natural person, i.e., whose identity can be determined, directly or indirectly, from the information in question.

Inside information: specific information (financial, commercial or otherwise) that has not been made public, which relates, directly or indirectly, to Abertis or any other company or its shares/bonds, and which, if made or had been made public, would be likely to have a significant effect on the market value of those shares/bonds.

Legislation: regulations issued by any public authority.

Internal regulations: policies, rules, procedures, instructions and any documentation self-imposed by Abertis Group companies that develop the Abertis Group's guidelines for conduct as defined in the Abertis Group *Code of Ethics* and its *Local Codes of Ethics*.

Related persons: Abertis Infraestructuras' Internal Code of Conduct defines related persons as:

- i) The spouses or any person in an affective relationship analogous to that of the spouses, unless they affect only their private assets.
- ii) Their dependent children.
- iii) Any other relatives living with them or dependent on them for at least one year prior to the transaction date.
- iv) Companies or legal entities in which they hold a managerial position, or are in charge of their management, or which have been created for their benefit, or have economic interests equivalent to theirs, or which they effectively control under the terms established in the Spanish Securities Market Law.
- v) Intermediaries or persons acting in concert.

Abertis Infraestructuras' Internal Code of Conduct on matters concerning the securities market (hereinafter, the ICC): regulation governing the conduct of persons affected by the ICC and, in turn, by the Abertis Group's *Code of Ethics* when they carry out actions that have effects on the Spanish Securities Market Act. Moreover, the ICC develops the definition of inside information.



Information and communications systems: these consist of computer systems, internet, e-mail and telephony, as well as any other information and communications technology provided by the Abertis Group now or in the future (videoconferencing, unified messaging, telepresence, etc.).

Partner/investor: a person who enters into a partnership agreement with another person, and who in turn provides capital or services or professional expertise in order to receive a share of the profits.

3. Development

3.1. Responsibilities

Board of Directors of Abertis Infraestructuras, S.A.

The functions of the Board of Directors of Abertis include:

- Approval of the Abertis Group's *Code of Ethics*, as well as any substantial amendments made to it.
- The creation of the Abertis Infraestructuras Ethics Committee and the approval and modification, in those substantial aspects, of the Abertis Group's *Ethical Channel Policy*, as well as the Abertis Infraestructuras *Ethics Committee and Internal Investigations Procedure*.

Governing bodies of Abertis Group companies

Among other functions, the governing bodies of the different companies belonging to the Abertis Group are responsible for creating their corresponding Local Ethics Committees and approving their operating procedures.

Ethics Committees

Within the Abertis Group there are two types of Ethics Committees:

- Abertis Infraestructuras Ethics Committee: this is the highest body responsible for ensuring compliance with the Abertis Group's *Code of Ethics*.
- Local Ethics Committees: these are the highest bodies of the Abertis Group companies that ensure compliance with the Abertis Group *Code of Ethics* and, where applicable, with their respective *Local Code of Ethics*.

These Committees are the consultative and management bodies for all matters relating to the Abertis Group *Code of Ethics* and the *Local Codes of Ethics*. They are governed by a Chairman and, in order to carry out their duties, they meet periodically and act in accordance with the Abertis Group's *Ethical Channel Policy* and their respective operating procedures.



Abertis Group People Areas

The Abertis Group's People areas are responsible for:

- Providing employees with the Abertis Group *Code of Ethics* or, where applicable, the *Local Code of Ethics* and the *Corruption and Fraud Prevention Norm*,
- Providing employees with and collecting every year the relevant annual declaration of compliance, and
- Reporting annually to the relevant Ethics Committee the number of employees who have and who have not signed the abovementioned annual declaration of compliance.

Subject Persons

- All subject persons must report to their corresponding Ethics Committee any possible breach of the Abertis Group's *Code of Ethics* or of their *Local Code of Ethics* of which they become aware.
- Subject persons must contribute to creating a culture of compliance with the Abertis Group's *Code of Ethics*, *Local Codes of Ethics* and the rules and regulations applicable to the Abertis Group. To this end, it is an indispensable requirement to comply with the rules applicable to the Abertis Group and to encourage other employees to comply with them.
- Subject persons who have personnel under their charge must assess the degree of compliance of these personnel with the Abertis Group's internal regulations.

3.2. Abertis Group Guiding Principles

1. We stand on the ethical principles of integrity, honesty and transparency, constantly maintaining behaviour based on good faith.
2. We comply with all applicable legal regulations in each of the countries in which the Abertis Group is present, as well as with the Abertis Group's internal rules and regulations and those developed by the business unit.
3. Ethical conduct and compliance with rules and regulations are more important than the Abertis Group's bottom line.
4. If there is ever a conflict between the applicable legislation and the Abertis Group's internal rules and regulations, the applicable legislation always prevails.
5. We avoid personal situations of the subject persons from conflicting directly or indirectly with the interests of any of the Abertis Group companies.
6. We handle information with the utmost rigour.
7. We use and protect the company's assets appropriately.
8. We ensure equal opportunities and do not discriminate people.
9. We guarantee non-retaliation against any query/communication regarding possible breaches of applicable legislation and/or the Abertis Group's internal regulations, provided they are made in good faith.



3.3. Behaviour Patterns Under Abertis Group's Guiding Principles

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

All subject persons must act proactively, responsibly and efficiently to ensure that the Abertis Group's objectives are achieved with perseverance, drive and enthusiasm, contributing value to the Abertis Group and its shareholders. The proactivity, responsibility and efficiency of the subject persons must be carried out with integrity, honesty and transparency, maintaining at all times a behaviour based on good faith and conveying credibility to all subject persons and to our stakeholders.

3.3.2. We comply with applicable legislation and the Abertis Group's internal regulations.

All subject persons must:

- Comply with the laws in force in the countries in which the Abertis Group conducts or plans to conduct its business. For this reason, the Abertis Group encourages all subject persons to be aware of the laws and internal regulations applicable to the Abertis Group's activities.
- Know the legislation and internal regulations of the Abertis Group that affect their work. Subject persons may not participate in acts that could compromise respect for the principle of legality. Ignorance of the law and regulations applicable to the Abertis Group, or the argument that the infringement in question is generalised within the Abertis Group, in no case justify non-compliance.
- Not obey orders from their superior that contravene applicable laws and/or regulations.

The diversity of legislation applicable to Abertis Group companies is wide-ranging. However, the Abertis Group highlights below its compliance with legislation that is applicable to all Abertis Group companies, regardless of their nationality and activity.

3.3.2.1. Compliance with the United Nations Global Compact

The Abertis Group has adhered to the United Nations Global Compact and has adopted its principles of conduct and action in the areas of human rights, labour, the environment and anti-corruption. This Code respects the principles of the Compact and has been drawn up under the premise of strict compliance with all legal and regulatory provisions in force.



Respect for human rights: Abertis Group companies protect and respect universally recognized fundamental human rights within their sphere of influence. In the event of a violation, Abertis Group companies will make every effort to remedy the damage caused.

Respect for labour rights: the Abertis 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 labour.
3. The eradication of child labour.
4. The abolition of discriminatory practices in employment and occupation, and full respect for the rights of minorities.

Respect for the environment: Abertis Group companies promote environmental responsibility and encourage the development and dissemination of environmentally friendly technologies.

Respect for the fight against corruption: Abertis Group companies implement actions to fight corruption in all its forms.

3.3.2.2. Fight against corruption

The Abertis Group does not tolerate any act of corruption in any form.

The Abertis Group prohibits subject persons, its suppliers and its partners:

- Performing any act that may create the appearance of committing a corruption offence, in accordance with the applicable legislation in each country, and
- Offering and/or receiving any kind of advantage to/from any natural or legal person, whether belonging to the public or private sector, on a national or international scale, and/or performing any act intended to compromise the objectivity and transparency of any decision-making that may directly or indirectly benefit Abertis Group companies and/or subject persons.

Corruption is prosecuted and denounced at national and international level. In most jurisdictions, criminal or administrative liability for corruption concerns not only the offending company and/or individual who has committed it, but also the parent company of the Abertis Group, that is, Abertis Infraestructuras, S.A. For this reason, the Abertis Group has a *Corruption and Fraud Prevention Norm* that applies to all Group companies. The business units can develop their own *Corruption and Fraud Prevention Norm* to adapt it to their specific legislation, traditions and customs, always following and not contravening what is established in the Abertis Group norm.



In case of any doubt or observation of corruption or fraud, the relevant Ethics Committee should be informed.

3.3.2.3. Prevention of money laundering and terrorist financing

The Abertis Group complies with national and international provisions issued to prevent money laundering.

In this regard, it will not enter into business relationships with persons or entities that do not comply with the aforementioned regulations or fail to provide adequate information regarding compliance with the same.

3.3.2.4. Compliance with accounting/financial regulations

The Abertis Group's economic and financial information is a true and fair reflection of its economic, financial and equity reality, in accordance with generally accepted accounting principles and applicable international financial reporting standards. No subject person must conceal or distort the information in the Abertis Group's accounting records and reports. This information must be complete, accurate and truthful.

3.3.2.5. Compliance with tax/fiscal regulations

The Abertis Group complies with national and international tax and fiscal regulations. It also encourages the implementation of all actions necessary to reduce all significant tax risks and to prevent any conducts that could generate them.

3.3.2.6. Personal data protection

The processing of personal data must be carried out in such a way as to guarantee their privacy and in any case in compliance with current and applicable legislation.

Personal data may only be collected and stored to the extent and for as long as necessary to fulfil a legitimate purpose and may only be used for the purpose for which they were collected.

The Abertis Group must ensure that personal data are not disclosed or processed unless the data subject has given his or her consent, there is a legal requirement, legitimate interest or contractual agreement.



Personal data must be kept confidential and treated in accordance with the Abertis Group's privacy and information security standards.

3.3.2.7. Intellectual and industrial property protection

The ownership of the intellectual and industrial property rights, including rights on information, on any result of the work of the Abertis Group's subject persons, belongs to the Abertis Group company for which the subject person works.

All subject persons must strive to protect and defend these rights, whether they be patents, copyrights, trademarks, designs, trade secrets or any other information belonging to Abertis Group companies. Likewise, subject persons must respect the intellectual and industrial property rights and business secrets of third parties, and must therefore refrain at all times from using them for the benefit of any Abertis Group company, unless duly authorized to do so by their legitimate owners.

3.3.2.8. Antitrust

Subject persons must respect the principles and rules of fair competition and must not violate the relevant antitrust laws.

For this reason, the Abertis Group has an *Antitrust Norm* that applies to all Abertis Group companies. The business units can develop their own antitrust norm to adapt it to their specific legislation, traditions and customs, always following and not contravening what is established in the Abertis Group norm.

The corresponding legal area of the business must verify in advance all agreements that Abertis Group companies may enter into with third parties and that may have a negative effect on competition.

3.3.3. We avoid personal situations of the subject persons conflicting, directly or indirectly, with the interests of any of the Abertis Group companies.

Subject persons must avoid any situation in which their personal interests and those of related persons may conflict with the interests of the Abertis Group. In the event that individuals find themselves in a situation of conflict of interest, they must notify the corresponding *Compliance Officer* so that he/she may rule on the matter.

Disclosures must be made as soon as possible once the actual or potential conflict of interest situation is noticed and, in any case, before taking the decision that may be affected by the potential conflict of interest. Likewise, any modification or cessation of



the previously notified situations must be communicated to the corresponding *Compliance Officer*.

With regard to possible conflicts of interest, the subject persons:

- Must not seize personal advantages for themselves or for related persons by virtue of their position in the Abertis Group,
- May not engage in professional activities similar to those they perform in the Abertis Group if this could interfere with the interests of the Group, and
- May not participate, directly or indirectly, either personally or through related persons, in the governing bodies of other entities that may conflict with the interests of the Abertis Group.

Without prejudice to the situations of conflict of interest described above, the subject persons may find themselves in other situations that may also be understood as a conflict of interest. In case of doubt, the competent *Compliance Officer* must be notified so that he/she may rule on the matter.

3.3.4. We handle information with the utmost rigour

The Abertis Group considers information and knowledge to be one of its main and essential assets for business management, which is why they are subject to special protection.

Subject persons undertake to use the information to which they have access in an ethical and lawful manner, guaranteeing the confidentiality, integrity, availability and resilience of the data, in full compliance with the applicable laws, regulations and internal policies of the Abertis Group.

Subject persons must therefore treat information and knowledge in a way that ensures:

1. Veracity: veracity of information is a basic principle whereby the subject persons must truthfully convey all the information they have to communicate, both internally and externally.

All of the Abertis Group's economic transactions, internal and/or external, must be clearly and accurately reflected in the corresponding announcements and records.

2. Professional secrecy: subject persons must respect the principle of professional secrecy, subject to confidentiality, which must continue after the termination of the employment relationship with the Abertis Group.



Confidential information must not be shared with anyone unauthorized, even Abertis internal personnel, unless it is known that the recipient of the information is authorized to know and use it. Under no circumstances must confidential information be used for personal benefit or for the benefit of third parties.

In the event that subject persons are themselves subject to the ICC, they must comply with the procedure set out in said regulation. Likewise, the treatment of inside information must be carried out in accordance with the provisions of the ICC.

If in doubt about the nature of the information, subject persons should contact the relevant data protection and information security officers.

3. Communication among subject persons: information and knowledge generated within the Abertis Group companies must flow efficiently among the subject persons to facilitate the management of the Abertis Group's activities, as well as to enhance the development of the subject persons. Under no circumstances must inaccurate, incorrect or incomplete information that could mislead the recipient be provided.

Subject persons must facilitate knowledge of the Abertis Group by disseminating it within the Abertis Group companies and making it available to the information systems set up within the Abertis Group companies.

4. Reputation of Abertis Group companies: Any subject person who is asked by the media about any aspect relating to the Abertis Group, or who is required to speak publicly on behalf of the Abertis Group, must first contact the corresponding area of the Abertis Group in charge of external and/or internal communication for a decision on the matter. In any case, the information communicated concerning the Abertis Group must be transparent, truthful and consistent.

All subject persons must take the utmost care to preserve the image and reputation of Abertis Group companies in all their professional activities. Whenever they appear or present themselves on their own initiative as subject persons in any social media (Internet, social networks, etc.), they must ensure the correct and appropriate use of the Abertis Group's image and respect for the ethical values promoted by the Abertis Group.



3.3.5. We use and protect the Company's assets appropriately.**a. Assets.**

Subject persons must protect the Abertis Group's assets, ensuring their efficient and appropriate use and preserving them from misuse. In any case, such assets may only be used for the benefit of Abertis Group companies.

The Abertis Group undertakes to provide the necessary means to protect and safeguard them.

b. Information and communication systems.

The use of information and communication systems must be primarily professional, and the company reserves the right to monitor and regulate their use for private purposes in accordance with the provisions of applicable legislation.

To guarantee the protection of the Abertis Group's information, the subject persons undertake to use only the information and communication systems provided and/or approved by the Group for the processing of the company's information.

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

Likewise, the Abertis Group undertakes to adopt the necessary measures to reduce exposure to cyber-attacks and mitigate their consequences.

3.3.6. We ensure equal opportunities and do not discriminate among Abertis Group's stakeholders.**3.3.6.1. Employee relations**

The Abertis Group does not tolerate workplace harassment in any form.

The Abertis Group guarantees equal opportunities and non-discrimination among subject persons and its stakeholders on the basis of sex, race, country of origin, religion, belief, age, sexual orientation, nationality, ideology, marital status, disability or any other personal or social condition or circumstance.

Equal opportunities apply to hiring, internal promotions, and personal and career advancement of the subject persons. The Abertis Group promotes labour conciliation policies that facilitate the necessary balance between people's personal and family life and their professional life.



The relationship between subject persons must be governed by mutual respect, integrity, transparency and trust, as well as by conduct that guarantees the personal dignity of all subject persons. Furthermore, subject persons must act in a spirit of collaboration, placing at the disposal of the other organizational units and persons making up the Abertis Group any knowledge or resources that may facilitate the attainment of the Abertis Group's objectives and interests.

a. Selection and promotion

The selection and promotion of the subject persons to selection and promotion is based on the competencies and performance of their professional duties, as well as on the integrity of their professional career. The competencies, the performance of duties and the professional integrity of the subject persons for their selection and promotion must be proven and justified.

b. Training

All subject persons must take the mandatory training courses that the Abertis Group makes available to them on the legislation and internal regulations applicable to them, in accordance with the functions and activities they perform within the Abertis Group. Among other parameters, the training courses assess the degree to which the subject persons are aware of the Abertis Group's internal regulations that affect them.

c. Communication

Communication with the subject persons must be clear, both in the assessment of performance and in the setting of expectations.

d. Working conditions

Working conditions must be safe for the health of the subject persons. The Abertis Group also ensures that its suppliers apply occupational health and safety regulations.

The Abertis Group provides its employees with the necessary resources and knowledge to enable them to perform their duties safely and in a healthy environment.

The consumption or possession of drugs or alcohol is not permitted in the workplace (with the exception of institutional celebrations where alcohol may be consumed in moderation, subject in all cases to the laws, traditions and customs of the country).



3.3.6.2. Customer relations

The Abertis Group focuses on conceiving, designing and providing our customers with services of the highest quality, which provide them with a differential value with respect to the rest of the offers on the market. For this reason, the Abertis Group promotes innovation, establishing the necessary resources and measures to ensure the highest quality in the provision of its services.

Subject persons must be committed to treating customers fairly, providing them with accurate information and striving for excellence in service delivery.

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 criteria of quality, cost and timely delivery. When selecting suppliers, subject persons must avoid any conflict between their personal interests and the interests of Abertis Group companies. In the event of such a conflict, the corresponding Compliance Officer must be notified so that he or she may rule on the matter.

b. Recruitment

When contracting suppliers, all contracts must include, as a minimum, anti-corruption clauses and acceptance of the Abertis Group *Code of Ethics* or, where applicable, the corresponding *Local Code of Ethics*, and, depending on the nature of the service provided, environmental and social clauses. Likewise, the suppliers contracted must respect the principles of conduct and action established in the United Nations Global Compact.

The contractual terms and conditions agreed to by the parties must also be respected.

3.3.6.4. Relations with public administrations

Due to the nature of the services provided by Abertis Group companies, they base their relations with the national and international public sector on the principles of transparency and equal opportunities, and reject any action aimed at gaining an advantage over competitors when this is based on any act contrary to the applicable legislation.



They also cooperate with the public authorities by scrupulously complying with their decisions at all times.

3.3.6.5. Relationship with partners/investors and non-profit organisations

In the relations and choice of partners/investors and non-profit organisations, these groups are required to have similar or equal behaviour patterns to those of the Abertis Group.

3.3.7. We guarantee non-retaliation for any query/communication of non-compliance made in good faith.

Queries or communications are not subject to retaliation as long as they are made in good faith.

If any subject person believes that, after having made a bona fide query or communication of a breach, he or she is subject to retaliation, he or she should immediately bring it to the attention of the relevant Ethics Committee.

3.4. Knowledge of and training in the Abertis Group Code of Ethics

All subject persons must annually confirm their reading and declaration of knowledge of the Abertis Group *Code of Ethics* or, where applicable, the *Local Code of Ethics*, by means of the relevant annual declaration of compliance.

In addition, all persons who join the Abertis Group for the first time and are considered subject persons will be given a copy of this *Code of Ethics* or, where applicable, of the corresponding *Local Code of Ethics*, the *Corruption and Fraud Prevention Norm* and the *Compliance Policy* by the People area of each business unit, for them to sign the relevant annual declaration of compliance.

When Abertis Group companies deal with their stakeholders, they must communicate the existence of this *Code of Ethics* or, where applicable, the corresponding *Local Code of Ethics*, and the obligation to comply with it in all matters affecting them.

Likewise, all Abertis Group companies have an Ethical Channel on their corresponding websites and must post the following documents on their own websites:

- Abertis Group *Code of Ethics* or, where applicable, *Local Code of Ethics*.
- Abertis Group *Ethical Channel Policy* or, where applicable, the policy developed by the corresponding business unit.
- Regulations governing the operation of the corresponding Ethics Committees.



The Abertis Group informs and trains all subject persons on the contents of the applicable Code of Ethics.

3.5. Compliance with the Abertis Group Code of Ethics

All subject persons must comply with this Code of *Ethics*. In turn, stakeholders must comply with this *Code of Ethics* in all matters that affect them.

Non-compliance by the subject persons is punishable in accordance with labour legislation and other applicable regulations, in view of the nature of the relationship existing between the subject persons and the Abertis Group companies, and may lead to dismissal from employment or termination of the professional services rendered.

The consequences of non-compliance with this *Code of Ethics* or, as the case may be, the corresponding *Local Code of Ethics* do not only affect the offender but also any subject person who, through an action or omission, has allowed non-compliance.

If any of the entities that make up the stakeholder group do not comply with this *Code of Ethics* and the internal rules of any of the Abertis Group companies as they affect them, the Abertis Group companies will terminate their relationships in the most appropriate manner.

3.6. Information channels

The Abertis Group has established formal channels, supervised by the Chairmen of the corresponding Ethics Committees, so that all subject persons and stakeholders can:

1. Consult any doubts about the interpretation of this *Code of Ethics*, of the *Local Codes of Ethics*, as well as of the applicable legislation and internal regulations.
2. Report possible breaches of this *Code of Ethics*, of the *Local Codes of Ethics*, as well as of the applicable legislation and internal regulations.

Subject persons and stakeholders can submit their queries and communications through:

- The Ethics Channels established by the Abertis Group companies in their respective *Local Codes of Ethics*.
- The Abertis Group Intranet ([OpenAbertis](#) - Ethics Channel).
- E-mail, canal.etico@abertis.com.
- Postal mail, to Abertis Infraestructuras Compliance Area, Ref. Abertis Ethics Channel, address of Abertis Infraestructuras' registered office.

The corresponding internal regulations specify the procedure for managing queries/communications received, in accordance with the applicable legislation.



3.7. Internal control

The Abertis Group reserves the right to carry out controls, within the bounds of the law in force, in order to verify the application of this Code and to prevent activities that may affect lawfulness, confidentiality, integrity and availability of information.

4. Archive

All supporting documentation of queries/communications, follow-up and investigation thereof, as well as their decisions, must be archived by the corresponding Ethics Committee for a minimum period of 10 years, guaranteeing compliance at all times with the requirements established by legislation on personal data protection.

The annual declaration of compliance is filed by the People area of each business unit.

The archiving shall be carried out in electronic form on a medium that guarantees the integrity, the correct reading of the data, the impossibility of manipulation and their adequate conservation and location.

5. Referenced documents

- Corruption and Fraud Prevention Group Norm.
- Compliance Group Policy.
- Ethical Channel Group Policy.
- Abertis Group Antitrust Group Norm.
- Ethics Committee Internal Investigations Corporation Procedure.
- Abertis Infraestructuras' Internal Code of Conduct on matters concerning the securities market.



6. Record of changes

See	Date	Changes	Items concerned
1.0	22/02/2007	Initial drafting.	All
2.0	24/02/2009	Title of the document, references and new contents.	1.1, 1.4 y 4.
3.0	22/12/2010	Updating of the format. General revision of the document.	All
4.0	30/12/2011	Change to corporate code.	All
5.0	29/10/2013	The document file is updated to the latest version of Microsoft Office.	All
6.0	02/03/2015	General revision of the document	All
7.0	21/05/2015	General revision of the document	All
8.0	16/02/2017	The wording of the Scope and Scope of Dissemination is modified. Regulations are replaced by Local Codes of Ethics. Definition of the Code of Ethics Regulations in Spain is added. The reference to the Code of Ethics Commission procedure in Spain is changed to the <i>Ethics and Crime Prevention Committees</i> standard. Responsibilities of the Council are modified.	1 All 2 All 3.1
9.0	23/11/2023	General revision of the document.	All

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Approved by: Board of Directors

