

POLICY FOR THE PREVENTION OF CORRUPTION AND RELATED OFFENCES

Object, Scope and Definitions

jp.group conducts its business in accordance with high standards of responsibility and professional ethics, based on the principles outlined in its Code of Ethics and Conduct.

1. Object

The purpose of this Policy is to implement the principles of action and duties outlined in the Code of Ethics and Conduct of jp.group, with respect to the prevention of corruption and related offences, as well as professional ethics. This Policy should be read together with the Code of Ethics and Conduct of jp.group, accessible [HERE](#).

2. Scope

2.1. This Policy applies to all companies that make up jp.group and the respective employees, irrespective of contractual relationship, function or country where professional duties are fulfilled.

2.2. In all countries where the applicable legal and regulatory standards are less restrictive than those adopted by jp.group, the rules established in this Policy shall prevail, to the extent permitted by the relevant legal systems.

2.3. Practices more restrictive than those outlined in this Policy may be implemented in countries where such measures are imperative under the applicable law.

3. Definitions

For the purposes of interpretation and application of this Policy, the following definitions shall apply:

- a) **jp.group:** the group of companies owned and held, directly and/or indirectly, by JP Holding Services, S.A.;
- b) **Employees:** members of the governing bodies, managers, workers and trainees;
- c) **Code of Ethics and Conduct:** a document that outlines a series of principles that govern the activity of the companies that comprise jp.group, as well as a set of ethical and deontological rules to be observed by the members of the respective Governing Bodies and all Employees in their relationships with Clients, Suppliers and other Stakeholders. It is also intended for third parties contracted or acting on behalf of jp.group companies, particularly in situations where the actions of the former could lead to accountability for the latter;

d) **Corruption and related offences:** the crimes of corruption, undue receipt and offering of advantages, embezzlement, economic participation in business, extortion, abuse of power, prevarication, influence peddling, money laundering or fraud in obtaining or diverting subsidies, grants or credit;

e) **Unlawful act:** any intentional or negligent act or omission, voluntary or involuntary, that violates any imperative legal provision;

f) **Third party:** any natural or legal person not employed by jp.group that participates in activities promoted by the Group, or has a commercial or similar relationship with the latter, as a service provider, consultant or supplier of goods or services, directly or indirectly;

g) **Internal whistleblowing channel:** an internal digital platform provided for the submission of reports concerning the commission of unlawful acts or violations of the principles and values of jp.group, in a confidential or anonymous manner, ensuring the highest standards of information security, such as to allow the investigation and sanctioning of such acts, if justified;

h) **Whistleblower:** any individual who reports or publicly discloses information about violations, obtained in a professional context;

i) **Gifts and Offerings:** gratuities, gratifications, tokens, presents, benefits, offerings, payment of expenses, entertainment, acts of hospitality or participation in events;

k) **Retaliation:** any act or omission occurring in a professional context, motivated by an internal or external report or public disclosure, that causes or may cause, directly or indirectly, unjustified material or non-material losses to the whistleblower.

Anti-corruption Measures

4. Regulatory Compliance Programme

jp.group has adopted a regulatory compliance programme aimed at preventing, detecting and sanctioning acts of Corruption and Related Offences. This programme comprises a plan for the prevention of the risks of corruption and related offences ("PPR"), an Anti-Corruption Policy ("Policy"), an internal training programme ("Training"), and a whistleblowing channel and the respective Whistleblowing Policy.

5. Information Privacy, Confidentiality and Integrity

The jp.group Privacy Policy, accessible [HERE](#), applies to all matters concerning information privacy, confidentiality and integrity.

At jp.group, we regard confidential information as one of our most valuable assets, which is why we deem its protection a priority. Misuse or disclosure of sensitive or confidential information can result in serious losses or damages to our companies, business partners, suppliers, clients and employees.

jp.group is committed to making every effort to ensure the security and integrity of confidential information.

Jp.group commits to processing the personal data of all stakeholders lawfully, fairly and transparently, for explicit and legitimate purposes, in an adequate, relevant and limited manner. The Group will retain such data only for the necessary period, ensuring their security and accuracy under the terms of the General Data Protection Regulation and the management system in place.

Information privacy, confidentiality and integrity must be ensured. Critical information encompasses areas as relevant as financial, human resources, technologies, technical specifications, processes, strategic and commercial plans, future products and services, contracts, mergers and acquisitions, trade secrets, economic and financial results, technical specifications, patent applications, prices and the use of our products, among others.

jp.group is committed to protecting and safeguarding the integrity and accuracy of information, ensuring the precision of processing methods and preserving the integrity of the respective media (systems, infrastructures or other assets), as well as fulfilling the duties of confidentiality, upholding information privacy and complying with data protection laws. Moreover, jp.group abstains from transmitting the data to which it has access to unauthorised third parties, in addition to refraining from processing personal information in any manner deemed inconsistent with the purposes for which such data were originally collected, unless duly authorised.

5.1. Information privacy:

Protecting the privacy of stakeholders and their personal data represents a fundamental commitment for all jp.group companies. Privacy pertains to personal data – i.e. data that allow the identification or characterisation of individual clients, employees or other persons. Personal data include, among other items, the name, address, civil or tax identification number, telephone and/or mobile number and email address of a given individual, as well as traffic data (e.g. origin, destination, route, date, type, time, size and duration of the services used), location data (any data indicating the geographical location of the terminal equipment and the user of the communications network) and content data (e.g. written messages and television content).

Protected or confidential information, hereinafter referred to as "Information", shall be globally understood as all information that, irrespective of the medium used, includes but is not limited to the following:

- a) Unpublished works of any kind, particularly graphic, written or audio works;
- b) Unpublished compilations and informative selections;
- c) Financial documentation;
- d) Know-how, technological data, methods, formulas, demonstrations, samples or studies;
- e) Computer programs or programming blocks in the form of source code or object code;
- f) Commercial documents, namely client lists;
- g) Reports, drafts, memos;
- h) Any intellectual assets, as a series of all and any results of research, whether or not protected by any industrial property rights.

jp.group ensures the protection of the personal data of its employees, shareholders, clients, suppliers, service providers, counterparties, business partners, competitors and other individuals who may affect or be affected by the activities, products or services of jp.group companies.

The term "personal data" refers to information concerning an identified or identifiable natural person ("data subject"). An identifiable natural person is defined as a person who can be identified, directly or indirectly, particularly by reference to an identifier such as a name, identification number, location data, online identifiers, or one or more specific items related to the physical, physiological, genetic, mental, economic, cultural or social identity of the person in question. Client data include information pertaining to databases, passwords, email addresses, local and remote access to programs and equipment, authentication processes, and files and/or any other information disclosed, by any means, in the aforementioned context.

5.2. Information confidentiality:

Confidential information shall be understood as information that is the property of and holds value for the company if:

- (a) kept in secrecy; or
- (b) shared under confidentiality conditions defined by the company.

It represents information that, if used by competitors, could harm the company and grant them an unfair advantage.

Although intellectual property rights are protected by law, a substantial amount of company information, not covered by these laws, can only be safeguarded through confidentiality.

5.3. Information integrity

Information integrity exists when:

- (a) no modifications are made to the information or the respective supporting resources (systems, platforms, infrastructures, other assets) by unauthorised persons or processes;
- (b) no unauthorised modifications are made by authorised persons or processes;
- (c) data are internally and externally consistent (e.g. internal information aligns with the external situation).

With regard to the use of information, jp.group employees are required to:

- Preserve the integrity of information.
- Respect information privacy rights.
- Refrain from sharing confidential information owned by previous employers with jp.group.
- Refrain from sharing confidential information with individuals external to jp.group, including family and friends.
- Avoid discussions about confidential information in public spaces where it might be overheard by third parties.
- Take precautions to avoid leaving confidential information in locations accessible to third parties.
- Refrain from copying confidential information to computers or systems not owned by jp.group.
- Ensure the protection of confidential information at all stages of the respective management cycle: creation, collection, storage, use, transmission and elimination.
- Decline access to any information that meets at least one of the following requirements:
 - (1) is confidential;
 - (2) was obtained through illegal, unlawful or unethical means;
 - (3) violates any rule or principle of this Code.
- Report any actual or suspected unauthorised access to jp.group systems and information.

6. Prevention of Corruption and Related Offences – Rules of Conduct and Action

6.1. jp.group vehemently condemns any practice construed as corruption or a related offence, active or passive, as well as other forms of undue influence or unlawful conduct. The Group enforces strict compliance with these principles in all its internal and external relationships, whether with private or public entities.

6.2. All jp.group employees are required to comply with the applicable national and international regulations for combating Corruption and Related Offences. Any behaviours that could be construed as the commission of a crime of corruption or a related offence, as defined by law, are expressly prohibited.

6.3. In its operations:

6.3.1. jp.group does not allow its employees, in the exercise of their professional duties or as a result thereof, to accept, request, promise or offer professional courtesies, except as outlined in the “gifts and offerings” section.

Only contributions related to the business, partners or potential partners are acceptable. It is not licit to accept or request any personal gains in exchange for money, material goods or other personal benefits.

The Managers and employees of jp.group should refrain from receiving from third parties, or offering to third parties, any type of gratifications, gifts or advantages that go beyond mere courtesy or exceed a symbolic value.

In case of doubt concerning the acceptability of a given receipt or offering, employees should consult their hierarchical superior.

All gifts, gratifications or advantages exceeding a symbolic value must be returned to the person or entity that provided them.

We should also reflect upon three fundamental questions:

1. Could this offering influence the impartiality and judgment of the decision-maker?
2. If it were public knowledge, would this offering make me feel uncomfortable?
3. If it were public knowledge, would this offering harm the reputation of jp.group?

Should the answer to any of the questions be affirmative, the employee should refrain from offering or receiving the gift.

Any gifts, gratifications or advantages offered to third parties on behalf of jp.group that may be considered to exceed a symbolic value should be discussed with the hierarchical superior and duly recorded before being handed over to a third party.

6.3.2. Regarding invitations and events, jp.group employees should consider the provisions included in the Invitations and Events Procedure of jp.group.

6.3.3. The provisions on lobbying outlined in Code of Ethics and Conduct apply to political donations or contributions in relationships with political parties, governments, public entities, officials, political office holders and senior public office holders.

6.3.4. jp.group employees are not allowed to negotiate on their own behalf or in competition with the Group, in addition to being prohibited from obtaining personal benefits, advantages or favours in connection with the position held or duties performed, in accordance with the provisions on conflicts of interest outlined in the Code of Ethics and Conduct.

6.3.5. jp.group should ensure that all suppliers, service providers, agents, consultants, intermediaries and any other persons with whom business relationships are established share the Group's ethical principles, as described in the Code of Ethics and Conduct of jp.group, and that they comply with the applicable national and international provisions on the prevention of corruption. The following criteria apply to the contracting of third parties:

6.3.5.1. A legitimate need for the services or goods to be purchased must exist;

6.3.5.2. The price charged for services and/or goods should align with the market value, unless a valid reason for deviation exists;

6.3.5.3. The Third Party should be considered adequate in terms of their degree of exposure to the risk of corruption;

6.3.5.4. Every effort should be undertaken to include an anti-corruption clause or agreement in the contracts to be concluded, namely by attaching our internal Code of Ethics and Conduct for Suppliers. Additionally, a copy of this Policy should be sent or handed to existing suppliers and service providers.

6.4. jp.group should consider the following risk indicators (Red Flags) when assessing the degree of exposure of a Third Party to the risk of corruption:

6.4.1. The transaction/business in question involves a country with a known reputation for corrupt payments;

6.4.2. The Third Party has a close family, personal or professional relationship with officials (national, foreign or from international organisations), holders of political office (national or foreign) or senior public office holders;

6.4.3. The Third Party opposes the inclusion of anti-corruption clauses in the contracts to be concluded with jp.group;

6.4.4. The Third Party requests unusual contractual conditions or payment arrangements that raise doubts, under the applicable local legislation, such as cash payments in instalments, payments in foreign currency or payments in high-risk countries;

6.4.5. The Third Party is recommended by a public official with the authority to make a decision (or who can influence decision-making) upon which the viability or execution of the transaction/business in question depends;

6.4.6. The commission/remuneration of the Third Party, if applicable, exceeds fair and reasonable payment for the service to be provided.

6.5. All payments to Third Parties should be made as follows, in order to ensure transparency:

6.5.1. In accordance with the policies and procedures of jp.group and in compliance with applicable local legislation;

6.5.2. In accordance with the established payment systems and recorded in compliance with adequate accounting guidelines;

6.5.3. In accordance with the contracts signed between the parties.

Monitoring

7. Monitoring and Control

7.1. jp.group maintains an internal control system designed to ensure regulatory compliance. This system should be tailored to align with the specific risks of corruption and related offences associated with the business activities of each company within the jp.group.

7.2. The governing bodies of jp.group are responsible for promoting the implementation of adequate procedures and control systems to monitor compliance with this Policy, as well as any other legal or complementary rules approved and implemented within jp.group for the purpose of preventing corruption and related offences.

7.3. The Regulatory Compliance Officer ("RCO"), appointed by the Board of Directors, is responsible for ensuring adherence to the Regulatory Compliance Programme and assessing the quality and effectiveness of the control and monitoring systems and procedures implemented for the purpose of ensuring compliance with this Policy. The RCO carries out the respective duties independently, with decision-making autonomy, having access to internal information and the technical and human resources necessary for the performance of their role.

8. Training

In order to ensure that employees are familiar with and understand the rules outlined in this Policy, jp.group will periodically organise training sessions on the prevention of corruption, conducted by individuals with adequate technical knowledge.

9. Internal Whistleblowing Channel

9.1. All employees who may have knowledge or a reasonable suspicion of situations of non-compliance with the provisions outlined in this Policy or other legal requirements, or actions contrary to the values of jp.group, should report these situations through the internal whistleblowing channel, available at <https://report.whistleb.com/en/jphs>.

9.2. The procedure established in the Whistleblowing Policy, accessible [HERE](#), applies to the receipt and forwarding of reports.

10. Prohibition of Retaliation

10.1. Any individual who, in good faith, reports any practices that could be considered a violation of this Policy, other internal policies or regulations, or legal provisions, will not be subject to retaliation, reprimand or any unfavourable or discriminatory acts by jp.group or its employees.

10.2. Any jp.group employee who believes to be the victim of any act that could be construed as retaliation, as a result of a previous report, should use the internal whistleblowing channel to report this situation, such as to allow for its prompt resolution

11. Responsibilities of the Board of Directors and Senior Management

11.1. The governing bodies of jp.group are responsible for approving all necessary measures for the implementation of this Policy, in accordance with applicable local law.

11.2. Through its Senior Management, jp.group will ensure compliance with this Policy, as well as the respective monitoring, namely by providing the necessary material and human resources and mechanisms for the following purposes:

11.2.1. Monitoring the suitability, sufficiency and timeliness of the Policy and the respective procedures and controls;

11.2.2. Defining, monitoring and evaluating the internal training policy of jp.group;

11.2.3. Processing and monitoring complaints and reports of irregularities and violations of this Policy.

Final Provisions

12. Non-compliance

12.1. Failure to comply with this Policy will be considered a serious offence, leading to the application of disciplinary and/or other legally applicable sanctions against the offending employees.

12.2. Failure to comply with this Policy may also result in administrative, civil or criminal liability for the offenders, leading to the application of criminal sanctions and civil compensation, as well as ancillary sanctions.

13. Publication and Effectiveness

This Policy shall come into effect immediately after its approval and will be reviewed every 3 years, or whenever justified. The Policy will be published on [jp.hub](#) and the official website of jp.group within 10 (ten) days of the respective implementation and/or revision.