

APP CONSULTORÍA - CODE OF CONDUCT AND ETHICS

APP Consultoría – Project Management Consulting (APP) places great importance on the principle that business should be conducted both profitably and responsibly. APP complies with applicable laws in all countries. This is mandatory, but it is not enough: APP wants to conduct its business in line with good ethical principles and practices internally and with third parties.

Every APP employee strives to embody the company's values in all actions they undertake as part of their day-to-day duties. We believe that these values are a key factor in the quality of our services. Embodying these values means acting in the interest of APP as well as those of our partners (clients, employees, suppliers, etc.). We therefore expect all our employees to apply these values in carrying out their day-to-day work. All APP employees are required to adhere to the Code of Ethics, which is a fundamental part of the Company's culture and which establishes the framework for its values and best practices.

Employees undertake to keep up-to-date with changes to the Code of Ethics through communications and training provided by APP. Wherever they are located in the world and whatever position they occupy, all APP employees are required to demonstrate the Company's values in carrying out their duties and in dealings with all APP' partners. These values are based on the following principles

Responsibility: to be a responsible Company in dealings with all its partners, guaranteeing strict compliance with laws and regulations.

Trust: to act in a completely transparent manner and with integrity in day-to-day business with partners and vice versa.

Sustainable competitiveness: to maintain and enhance APP' leading position by proposing sustainable solutions and to develop long term relationships with our partners, while always acting fairly with them.

Service quality and listening to clients: to propose solutions to clients that meet their needs, while ensuring personalized assistance and high service quality.

Innovation: to create added value by proposing innovative solutions and new forms of work to foster an entrepreneurial spirit.

Well-being at work: to promote a climate of well-being at work, to ensure compliance with international labor regulations and prevent mental health risks.

Excellence: to be an attractive and high-quality partner, service provider and employer, with the desire to improve every day.

This Code of Ethics defines the key principles for APP' continued success. It enables all employees to be guided by good practices that they must apply in difficult situations that they may encounter in their relations within and outside the Company. Where the local laws of the country in which APP operates differs from the principles set out in the Code of Ethics, the more stringent regulation shall prevail, where permitted under applicable law.



General business integrity principles

APP applies the highest standards of professional integrity internally and with its dealings with third parties, based on merit and qualifications, without consideration to race, nationality, gender, age, disability or any other distinctive trait.

APP firmly believes in the following principles as the basis for dealings with its partners (clients, employees, suppliers, etc.) and other third parties throughout the world:

- ❖ APP rejects any form of corruption or bribery;
- ❖ APP is a fair competitor;
- ❖ APP undertakes to resolve conflicts of interest;
- ❖ APP protects its assets;
- ❖ APP protects confidential information and expects its employees to act in good faith in carrying out their duties and responsibilities.

These principles must be shared by our partners (clients, employees and suppliers); therefore, APP expects all of them to comply with both the letter and the spirit of the Code of Ethics, in addition to the laws and regulations of the countries where they operate.

These principles shall be detailed hereafter. Additional explanations, examples and recommendations on these principles may be provided in specific policies, training sessions for APP employees and shared with third parties assisting APP Consultoría in developing its business. These documents and training sessions will help you understand and apply our Code of Ethics, and understand which behavior and actions are acceptable and which are not.

No bribery or corruption

APP shall not tolerate any form of bribery or corruption, i.e. providing something of value to influence someone in our favor or accept something for acting against APP' interest, nor participate in any form of money laundering.

APP Consultoría thus undertakes to:

- ❖ Tolerate neither bribery nor other form of corruption,
- ❖ Develop policies and effective programs to prevent corruption within the APP Consultoría organization and its business operations.

This clearly means APP firmly rejects:

- ❖ the act of offering, giving, soliciting, receiving or accepting, directly or indirectly (active or passive corruption),
- ❖ any inducement or reward (money, gift, hospitality entertainment, trip, service, etc.):
 - to or from a current or potential partner, in the public or in the private sector,
 - in order to influence its behavior in APP' favor: get business; to act or refrain from acting; to favor or refrain from favoring; or to disfavor someone

Negotiation and competition may be complex, but APP will always apply fair and honest practices. Low-value gifts and invitations to or from our partners may, under certain circumstances, be accepted.



Conditions are however strict and employees must check with their managers and the Legal Compliance and Contract Management Department whether in such circumstances the giving or receiving of gifts or invitations is permissible.

Fair competition

APP treats its partners with respect and shall not take unfair advantage nor apply discriminatory conditions. This does not mean that they must be treated in the same manner, but that there must be no advantage granted to one of them without proper objective justification.

Neither APP employees nor third parties assisting APP in developing its business may be party to an agreement, understanding or concerted practice which would contravene the applicable laws and regulations on anti-competitive practices.

This means that APP will not directly or indirectly exchange information with competitors on prices, terms and conditions, volumes, market shares, clients, etc., nor fix prices or unlawfully agree procurement conditions, share markets, partners or procurement sources, unlawfully collude in a bid, ban a supplier or a client in a way that infringes competition laws.

APP may have a dominant position in a given sector but will never take unfair advantage of this dominant position.

Conflicts of interest

Conflicts of interest arise when APP employees (or members of their group) can potentially benefit personally from their role in company business. Such interest may be material or immaterial. APP directors and employees' personal interests or obligations should never be in conflict or interfere with the company's business activities, and employees must always act for the company's benefit.

To avoid conflicts of interest which arise during their employment with APP, unless he or she has obtained the prior written consent of the CEO:

- ❖ no APP employee may accept or exercise any management position as an officer or director of any company not belonging to the APP;
- ❖ no APP employee may be engaged or have interests (in either case, directly or indirectly) in any other activity, business or employment within the consulting or IT sectors or in a manner that interferes with his/ her employment with APP.

In addition, APP employees who wish to be politically active shall maintain a complete separation between such political activities and their professional responsibilities.

APP employees shall notify their management annually if they are in a conflict of interest situation.

Protection of APP Consultoría assets – Fraud

APP has many valuable assets, on which its future depends. Among the most important assets to be protected are APP information, hardware, tools and intellectual property rights, and this is an obligation pertaining to all APP employees.



Intellectual property rights, for example, cover APP copyrights, patents, software in object or source code form, technical information, inventions and trade secrets. These assets must be used only for conducting

APP business and according to the guidelines defined by the Company. Particular attention must be paid to safeguarding assets: using USB sticks or laptops when travelling or even at home requires special care, as the loss or theft of this device does not just mean loss of the hardware value, but also loss of the data that it contained. Misappropriation of resources or manipulation of data or assets or errors in financial reporting may constitute fraud, and as such, may lead to the imposition of penalties on APP, as well as civil or criminal proceedings.

Similarly, giving wrong information to a client in order to secure a contract could constitute a fraudulent act resulting in civil or criminal proceedings.

Fraudulent acts or suspicions of such acts must be reported immediately to the management.

Duty to act in Good Faith and protection of confidentiality – privileged information

As a general rule, APP protects the confidential information it owns or which is made available to it by its partners (clients, suppliers or business partners) during the performance of business operations. In their decisions and actions, APP employees shall exercise good judgment and comply with the obligation to act in good faith. In particular, employees shall refrain from acting in an inappropriate manner of any kind, including disparaging the services provided by APP to its clients and misappropriating the use of APP services and assets for personal benefit.

Additionally, as an APP employee, you have an obligation to protect the confidentiality of information acquired in carrying out your duties and responsibility, to use such information only for business purposes, to disclose it only to persons who need to know it for the purposes defined by the management or agreed with the third party concerned, and to protect it against unauthorized or accidental disclosure by use of physical or IT protection devices.

Risk Management relating to non-compliance with the Code of Ethics

The commitments set out in APP' Code of Ethics must be reflected by way of ethical behavior and conduct of every employee of the group in all circumstances. APP has established a global Compliance organization to prevent non-compliance with the Code of Ethics. The management undertake to raise awareness of the ethical conduct to be adopted, create the necessary tools, including this Code of Ethics, and ensure all employees are appropriately trained to strengthen our ethical business culture and aim for excellence.

The contents of this Code of Ethics apply to employees immediately upon approval. Employees are responsible for adhering to the Code of Ethics throughout the duration of their employment relationship with APP. To this end, employees shall receive regular training on the contents of the Code of Ethics, notably through concrete examples of acceptable and non-acceptable practices. Employees are responsible for keeping themselves informed of any updates to the Code of Ethics.

Alert system – employees' rights and duties

If an APP employee believes that a law, regulation or one of the principles set out in this Code of Ethics has been or is about to be breached, he/ she may, in accordance with the regulations applicable in the



country in which he/she is employed, report to his/her immediate superior his/ her concerns regarding possible unlawful or unethical practices. The employee who raises the alert is assured complete confidentiality in relation to the alert. The employee shall not be subject to any penalty or retaliatory measure or discrimination, provided that he/she acted in good faith and without the intention to cause harm, even if the events relating to the alert prove inaccurate or no action is subsequently taken. If necessary, the employee's protection may be assured, on his/her request, by mobility within the Group.

The Management shall conduct a preliminary investigation of the events flagged in the alert, with, if necessary, the agreement of another department, including Internal Audit. The people mentioned in the alert will be informed thereof as soon as evidence has been gathered and subject to the conducting of any preliminary enquiries deemed necessary. They have the right to correct and/or remove data relating to them that appears inaccurate, incomplete, ambiguous or out-of-date. All alerts that reveal fraudulent behavior, significant lapses or material shortcomings in internal controls shall result in corrective measures and/ or disciplinary measures and/or legal action. Anonymous reports are not considered. They are not subject to any investigation and are destroyed immediately.

