



Code of Ethics of Saba

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1. Identification.

- 1.1 **Objective.** To establish the ethical scheme of reference that should govern the behavior of Saba and its employees, so that they abide by standards of conduct and similar values.
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- 1.2 **Scope.** The Code of Ethics applies to all employees (members of its board of directors, managers and other employees) of companies of the group of Saba Infraestructuras (hereinafter Saba).
Saba encourages subsidiaries and affiliated companies of Saba Infraestructuras SA, to be governed by patterns of behavior and values similar to those established in the Code; without prejudice to the adjustments that they could perform in order to respect their own specific legislation of each of the countries where these companies are located.
The purpose of this Code is to be applicable to all companies of the group (subsidiaries); but not automatically. It must be approved by each of the boards of companies; after the fulfillment of any required adjustments to the legislation of each country.
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- 1.3 **Scope of dissemination.** This legislation must be made known to all Saba's employees.

2. Principles of action.

- Today's society requires that companies behave according to basic values and principles of action.
Beyond economic results, the objectives will always be ethical criteria and respect for people, environment, culture and legislation of each of the countries where it operates.
- Saba's purpose is that Corporative Social Responsibility will be part of all areas of its business strategy and constitutes a way of doing business.
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- 2.1 **Mission, Vision and Values.** Saba is inspired by and bases itself on its **Mission, Vision and Values** to establish the guiding principles for management throughout the Group. **Vision:** be an international leader in the car park and sustainable mobility services sector, a benchmark in service quality, innovation and technology.
- Mission:** provide solutions to the need for sustainable mobility, offering car park availability and complementary services to customers.

2.1 Mission, Vision and Values.

Values, how we act:



The management and development philosophy of the company is based on:

- A long-term perspective and vision in the management of its business and in the development of new investments.
- The preservation of its industrial character with a committed, responsible and active participation in management. Therefore, the business does not undertake any financial investments.
- Efficient management. Optimizing management know-how and looking for best practices and achieving economies of scale.
- Excellence in service quality and customer support.
- Connection to the surroundings and the region: interaction and responsiveness with government authorities.

3. General Guidelines.

The Code of Ethics is not an isolated instrument, but it shall act together with prevention protocols and internal rules, to be developed and approved by Saba, establishing prevention and detection behaviors that could break the law and this Code.

The importance of compliance with the Code in the company's business requires having the necessary human and material resources for its implementation and monitoring.

The **Ethics Committee** is the central body that should ensure respect for the law, designing policies to ensure the effectiveness of all the provisions set out below and having the functions established in this Code.

In those countries where Saba companies are located, Local Commissions of Ethics Committee (hereinafter the **local committees**) could be created; carrying out the same functions in their respective area and that shall report to the Ethics Committee.

All employees have the duty to know its provisions and also to assist in their development and improvement. This is why the **Channel Code** (see paragraph 26) has been created, to be the mean to communicate and express our doubts, suggestions, criticisms, etc. about the operation of the Code.

This Code is binding on any employee.

The behavior of all our employees has to be respectful with the laws in force in any part of the world in which we act. No business or situation justifies any illegal behavior.

All those who join Saba must expressly accept the ethical principles contained in it and shall receive a specific training on compliance with it.

The binding nature of the Code is specified in the fact that any infringement of its provisions may be punished.

The principles of this Code shall also apply to all agents relating to Saba, and especially their partners and suppliers.

4. Compliance with Laws.

It is not allowed any act or omission constituting a breach of the laws, regulations, provisions of regulators, etc. of each of the countries where Saba runs its business.

Any employee accused or defendant resulting in an administrative or criminal procedure must inform the Ethics Committee for the routes mentioned in paragraph 26 (Canal Ethics).

5. Worker Rights.

Saba is committed to act at all times in accordance with applicable law and with respect for human rights and freedoms of individuals.

In labor relations in Saba it is not tolerated any abuse of authority or any behavior that could mean an intimidating or offensive to another person. Employees and managers should be treated with respect, trying to make the work environment pleasant.

They shall try to achieve a personal and professional development of employees.

Saba ensures equal opportunities and non-discrimination among its employees, both in the direct and in communications; with special attention to the visual and written language, to be respectful, balanced and inclusive.

There will be no discrimination on grounds of sex, race, national origin, religion or belief, age, sexual orientation, nationality, political opinion, marital status or disability.

When the levels of performance and / or the employee's attitudes are poorly adapted to the values of Saba, should be considered if it is due to functional location factors. If so, they shall try to find alternative positions / responsibilities that may be more appropriate. However, if the dismissal of the employee of the company was inevitable, it will be in accordance with the internal procedures established and based on respect for the individual.

Communication with employees should be clear, both in the evaluation of performance, as in setting expectations.

The relationship between employees should be focused on mutual respect, integrity, transparency, and trust, as well as on behaviors that ensure personal dignity of all employees. Behaviors that promote harassment, discrimination or intimidation, and that undermine the dignity or honor are unacceptable.

Every manager must keep a considerate and exemplary behavior with their subordinates, maintaining good communication with them, promoting and encouraging freedom of expression in all that relates to compliance with the legal obligations of the company, its policies and practices.

Every manager should encourage responsibility and initiative-taking by employees, while making it clear that they have always to be carried out in strict compliance with the laws and principles of the Code. As a consequence, adequate supervisory measures shall be established; also to resolve or help to resolve any doubts expressed by his employees concerning compliance with the legal provisions affecting their activity.

Delegation of tasks shall be done accurately, expressly informing the legal and always giving the degree of authority necessary for the person delegated to properly carry out his duties properly.

The performance of a director or officer contrary to the law or the directions or orders given by him, do not take the responsibility out for those employees who are acting at their direction.

The selection and recruitment will be done with equity criteria and based on a previous description of the jobs to be filled. It will not be acceptable any discrimination based on race, ethnicity, gender, religion, sexual orientation, union membership, political ideas, beliefs, social origin, familial status or disability, in performing the job or recruitment processes; or the establishment of conditions of employment, including promotion opportunities, remuneration, renewal of employment contract and dismissal, or in the organization of work or in acting disciplinary activity.

Our companies give much importance to the reconciliation of work and family life of employees, and therefore they promote concrete measures to ensure the balance between work and family life.

All people of Saba have free right to organize. The company direction shall promote the exercise of this right.

Saba ensures their workers, without exception, the rights of association and affiliation and collective negotiation, without the exercise of reprisals, and no remuneration or payment of any kind shall be offered to employees, in order to restrict the exercise of such rights.

The representatives of the workers will be protected against any form of discrimination and they may freely develop their functions as representatives in their workplace.

Before the appointment or election of an employee for the exercise of public office representative or union functions at the provincial level or higher; the employee must inform his superior about such appointment or election.

All political activity conducted by employees shall not be attributed in any way to Saba, it should be done as a personal activity and should not interfere with work activity.

6. No discrimination.

Saba does not accept any behavior in dealing with customers or third parties, which may be construed as discrimination based on race, ethnicity, gender,

religion, sexual orientation, union membership, political ideas, beliefs, social origin, familial status or disability.

7. Use and protection of facilities and equipment.

Employees are required to maintain the working environment and facilities in good working order. They should make appropriate and respectful use and inform the persons in charge about the facilities and / or buildings when they don't have the proper conditions or a malfunction is being done. This will help to maintain a decent, comfortable and safe workplace.

Saba's assets consist of equipment, vehicles, tools, equipment, software, trademarks, domain names, intellectual property, business information, knowledge and work product of the employees, etc...

Employees must protect the assets of Saba, ensuring efficient and appropriate use of them, and preserving them from misuse. Generally, they shall only be used for the benefit of the company, except for those cases which may be authorized.

All information contained in both, physical media (papers, reports, etc..) and electronic media (computers, intranet, etc..), is part of the knowledge and value of the company and therefore it is its property.

Employees should ensure that any use of the assets of Saba is done for the activities of these companies.

8. Relations with customers and suppliers.

In communications with customers, suppliers, or any third party, competitors shall not be discredited or disregarded.

Relationships with customers and suppliers shall be based on the principles of integrity, honesty and respect.

Employees must commit to fairly treating customers, providing accurate and verified information, and always seeking excellence in their services.

The protection of privacy and confidentiality of customer data shall be guaranteed. The customer information will only be used for business purposes.

The supplier's selection process must comply with the principles of fairness, objectivity and transparency. The selection criteria will be based on quality, cost and deadlines fulfillment.

When establishing business relations with other companies or professionals, in the selection it will be taken into account that its behavior is similar to those set forth in this Code.

Also, it shall be complied with the contractual terms agreed between the parties.

In the selection and recruitment of suppliers should also be included environmental and social clauses when appropriate, based on the basic guidelines on this matter that have been established by Saba.

9. Relations with government.

Any conduct aimed at obtaining illicit favors from the Administration or which might lead to a lack of honesty and transparency in the Administration decisions.

In the behavior of a company are particularly dire all conduct designed to manipulate the outcome of tenders organized by management, such as:

- Agreement with other bidders or to bribe to not attend a tender.
- The corruption of public officials to communicate relevant information to us or with the intent to resolve in our favor the tender assignment.

The current legislation establishes such a penalties and harsh measures for these cases that it could lead to the demise of the company.

Thus, employees of the Company shall, in its relations with the public authorities at national, European, third countries and international organizations, behave in such a way that does not induce a public official to violate his duty of impartiality or any legal provision.

Employees may not offer or give gifts or remuneration of any kind of an authority, public official or person engaged in the performance of the public administration, even if he was requested by him.

From this obligation it is derived as follows:

- The absolute prohibition of offering to any public official, directly or indirectly, any undue advantage to violate obligations in order to promote our businesses.
- It is forbidden to abusively use personal relationship with a public official, his family or the leader of a political party in order to use this influence, in making decisions favorable to the company. If in doubt about what an abusive relationship means, please consult with the Ethics Committee.
- It is forbidden to give gift, invitation or attention to public officials. This prohibition extends to persons closely related to the officer by family ties or friendship.
- Any services or supplies to public officials, including their family or friends, that can take important decisions affecting our businesses will be reported to the Ethics Committee to check its consistency and fairness, and that it shall not be used to conceal the allocation of an unfair advantage.

Saba employees may not influence a public official or authority, taking advantage of any situation arising from his personal relationship with him or other public officer or authority, to achieve a favorable resolution for Saba's employees or third parties.

Saba's employees shall not offer, promise, give any undue pecuniary or otherwise, corrupting or attempting to corrupt, by themselves or through intermediaries, to a foreign public official or international organizations, or respond to requests in the benefit of the employees of Saba and / or a third party, to act or refrain from acting in relation to the exercise of public functions in order to obtain or retain business or other improper advantage performing international business.

Our employees maintain an attitude of collaboration and high availability with administrative authorities in the course of their inspections or checks; not obstructing its work.

10. Free competition and consumer relations.

Saba business is based on the quality of their service, and therefore it refuses to carry out any agreement with other companies that restrict free competition, consisting for example of the market-sharing or price fixing. No employee may feel authorized to perform these behaviors claiming an interest for the company.

In the field of private business relationships it is forbidden to offer an economic advantage to the people responsible for purchasing goods or services on other companies in order to, breaching their duties, they will decide the acquisition of our services or products, to a detriment of the consumer.

Saba's employees shall not promise, offer or grant to officers, directors, employees or collaborators from a third party an unjustified benefit or advantage of any kind in favor of Saba's own employees or to a third parties to a detriment of any other party. Similarly, Saba's employees, or through intermediaries, shall not receive, solicit or accept an unjustified benefit or advantage of any kind to encourage third parties, to the detriment of the person and / or entity, to which they belong and which grants or wait for the benefit or advantage.

It is also prohibited giving gifts, or hospitality to employees or directors of other companies that have significant value, which are not suitable to the circumstances or are beyond those considered normal according to custom.

11. Conflicts of interest.

Any situation where the interests of the employee or its environment can collide with the interests of Saba shall be avoided. For this reason, employees shall refrain from any transaction or decision when they are in a conflict of interest; such as when they have economic interests with the party performing the business or operation.

Should identify any of these situations, the employee must communicate to his hierarchical responsible, and / or the Human Resources Department or People and Organization of the company to which he belongs or local committees, so that, in collaboration with the Ethics Committee, a solution will be decided and adopted. He shall not make any kind of management unless he gets express permission.

In order to avoid conflicts of interest, employees of Saba:

- They can not provide services to companies competing in the same sector of Saba, or customers, suppliers or other third parties that represent interests also incompatible with the principles of Saba.
- They should not accept or give gifts or compensation to customers, suppliers and government, which have significant value, which are not suitable to the circumstances or beyond those considered normal according to custom.

Objects of propaganda, invitations or holiday gifts whose value is within reasonable limits could be accepted.

- They should not take advantage of personal benefits to them or their immediate environment by reason of his position in Saba.
- No professional activities which may interfere with the interests of Saba. This possibility of interference should be brought to the Ethics Committee, which will examine the case to see if it interferes with work activity.
- They can not perform any acts of self-dealing or contracting with relatives or friends or companies in which they have an interest, except with prior approval of the Ethics Committee.

12. External communication, transparency of information and confidential information.

Any employee, who is asked about some aspect relating to Saba by any communication means, or as required for public intervention on behalf of Saba, should previously contact with the Department of Communication and Institutional Relations of Saba. In any case, the information on Saba should be transparent, truthful and consistent.

All employees of Saba must take the utmost care to preserve the image and reputation of the company in all their professional activities. Also, when they will appear or be showed, at its own initiative, as employees of Saba, in any social environment (Internet, social networks, etc.), they must ensure the correct and appropriate use of the image of Saba and respect for the values promoted in this Code.

Employees are responsible for the reliability and updating information of Saba, and its conservation. The information must be transparent, verifiable and consistent.

Consumers of our services have the right that anything publicized match what they actually purchase. Saba rejects any misleading advertising, in which claims are made so that they do not correspond with reality.

In particular, in the case of financial reporting, employees shall ensure compliance with applicable regulations.

It is prohibited by any means the possession of trade secrets of our competitors. The possible advantages arising therefore in favor our organization shall never justify this behavior.

It is further prohibited giving false information or rumors about the quality of the products or services of our competitors.

A valuable asset for any company is the confidential information; this is why our employees have a duty of confidentiality.

Employees are responsible for protecting the confidential information that could be accessed in the course of their activity.

The confidential information means any information concerning legal or financial transactions (which may be under consideration or negotiation) and all information belonging to Saba that, if disclosed, would prejudice the interests of Saba and / or further the interests of its competitors.

It is not allowed to disclose any confidential information to anyone outside the company, except when authorized and needed for the business. In addition, they should minimize the risk of unauthorized access to confidential information.

Employees may not disseminate, disclose or lease Saba secrets. Nor they may take, by any means, electronic or written documents, computer media, or similar objects, or use technical listening devices, transmission, recording or reproduction of sound or image or any other communication signal to disclose the secrets of Saba.

It is not allowed the use of confidential information for personal benefit or the employee's immediate environment. The obligation of secrecy must continue even after cessation of employment relationship with Saba.

Employees shall not, without the consent of the third parties concerned, to seize their papers, letters, emails or any other documents or personal effects or intercept telecommunications and use their technical listening devices, transmission, recording or reproduction of sound or image, or other communication signal to disclose the secrets or violate the privacy of the third party concerned. It also prohibited taking, using or modifying, to the detriment of third parties any personal confidential data or relative to another employee which are registered

in files or media, electronic, or any other type of file or public or private record. It is also prohibited to disseminate, disclose or transfer to third parties the data or facts discovered or captured images.

13. Workplace Safety.

The security at work is a priority in our organization which aims to deliver the highest level of safety and security required by law in any country in which we act. Our companies, in any case, shall respect the international standards established by the ILO.

Saba shall not employ any minors, shall not use forced labor, or impose working conditions that violate the laws in each country and international conventions. Nor it will contract with companies that violate these obligations, or acquire their product, supply products or provide services.

In the area of prevention of occupational risks, Saba will develop risk assessments, preventive action planning, and it will take measures of protection and prevention.

Each employee has the responsibility to comply with the provisions of the rules of occupational safety, health and safety at work. Also, he has a responsibility to report, immediately, any accident or unsafe working conditions to their superiors and employees designated for prevention and protection, and to participate in training courses on occupational hazards.

14. The right to protection of personal data.

Any behavior of Saba, and of its employees, should guarantee and protect, with regard to the processing of personal data, public freedoms and fundamental personal rights, and especially their honor and personal and family privacy.

The company's business needs information and seamless communication between our employees and third parties, it uses media and needs to perform processing operations and data storage.

Our company is fully aware of all the risks that this entails for the privacy of others, especially consumers, and workers. For this reason we have developed the security measures required by the data protection legislation. All employees should be aware that:

- They have only access to data and resources needed for the performance of their functions. No employee can access the data of a file without authorization.
- Personal data can only be collected and stored to the extent and for such time as necessary to fulfill a legitimate purpose and it can only be used in consideration of the purpose for which they were collected.
- The personal data subject to processing may only be disclosed to a third party for purposes directly related to the activity of the company; being always necessary the subject's consent, except for legal requirements.

15. Computer systems, internet, email and telephone.

Employees shall not violate security measures existing in Saba, or in other companies, to access data or programs contained in computer system, against the will of the holders of the rights of such systems.

Employees without authorization shall not, whatever the means used, delete, damage, deteriorate, alter, suppress or render inaccessible data, computer programs or electronic documents outside. Nor hinder or disrupt the operation of the computer systems of Saba, inputting, transmitting, damaging, deleting, deteriorating, altering, suppressing or rendering inaccessible any computer data.

Using source files or external programs can pose serious risks to our security. For this reason, you should avoid the use of unauthorized software by the

computer services Saba, performing downloads or any other behavior that involves the risk of introducing a virus into our network or any other dangerous computer security.

Neither any unauthorized copies of software internally developed or acquired by Saba to third.

It is forbidden to use in the computer systems any computer programs or any other piece of software for which our company has not acquired the appropriate license.

The use of computer systems, internet, email and phone must be highly professional. Moderately, they could be used with particular purposes, provided

that they do not harm the image or interests of the company, that the use is minimal, not involving a cost to the company, and not to interfere in the work activity. Neither it could be used for personal business or business in relation with another company or political activities.

In any case, the use of computer systems, internet, email and telephone shall comply with current law; employees must refrain from making applications that may involve an illegal act.

It is especially inappropriate use of the internet to use the company's media to access to chat rooms or places that allow downloading music, movies, etc., As well as places of sexual content or games and entertainment. It is forbidden to use company email for virus propagation practices, etc. child pornography. The employee will be solely responsible for the commission of such crimes.

They shall not be used to violate the non-discrimination directives, or harassment at work, or for collecting signatures or funds. Exceptionally, the use of internet, email and telephone to collect signatures or funds for activities within voluntary actions can be performed by Saba employees.

Saba reserves the right to conduct a series of control actions on these uses, with a specified and legitimate purpose, within its control authority. Control measures will be made when they are justified, necessary and proportionate in order to control the application made by the employee on the use of computer systems, internet, email and telephone, without concerning the content of the information.

It shall be allowed to enter into the content of the information, while complying with current legislation, where there is a real and consistent evidence of the commission of a criminal misconduct, in order to prove it.

16. Environment protection and planning.

16.1 Environment.

Saba shall respect all legislation of environmental protection and it is committed to sustainability. The company management shall adopt measures to optimize energy expenditure.

In the field of injury prevention and / or environmental threats, Saba has several policy and environmental policy and procedures; being the responsibility of each employee to comply with them.

Employees must comply with the laws and other general environmental protection and they shall not, directly or indirectly, perform any action that might seriously impair the balance of ecosystems and / or endanger the health of people.

Saba shall act disposing of those authorizations that legally correspond. No inspection activity shall hinder the administration or distort or hide environmental aspects of the activities performed by Saba.

The employee must inform the Ethics Committee and his superior of any behavior involving a breach of environmental regulations, and any other act that may involve damage and / or threat to the environment.

16.2 Territorial planning.

Shall not be carried out any development works, unauthorized construction or building in any land intended for roads, parks, public property or places that are legally or administratively recognized with special features for its landscape, ecological, historic or cultural value; or if they were considered with a special protection for the same reasons. Nor development works, construction or unauthorized building in an "undeveloped land" shall be carried out.

17. Fraud and Fraudulent conveyance of assets.

It is against this Code to perform any fraud consistent in using deception to produce error in another person, inducing him to perform an act of prejudice in his own or in another. Also, commit fraud those making use of a computer or similar device to achieve a transfer without consent of any financial asset to the detriment of third party.

It will also be against this Code uprising Saba goods to the detriment of its creditors. It is also prohibited making any such disposition or obligating, whatever the nature of these obligations, that could dilate, obstruct or impede the effectiveness of a foreclosure or a procedure or urgency executive, judicial, or administrative court, initiated or with a foreseeable initiation.

18. Money laundering.

It is forbidden to acquire, possess, use, convert or convey property, knowing that they originate in a criminal activity committed by the employee himself or a third person. It is also forbidden to perform any other act to conceal or disguise the illicit origin or to help the person involved in the offense or offenses to evade the legal consequences of his actions.

To prevent that, in the development of its activities, it could be carried out any irregular payments or money laundering arising from illicit or criminal activities, all the economic operations which by their nature or amount, could be considered unusual shall be particular checked; preventing or especially controlling those made by cash, with cashiers checks or addressed to bank accounts located in tax heavens.

Shall be also diligently examined the professional integrity of those individuals or legal persons whose identity is unknown and with who a trade relations of particular relevance (acquisitions, land acquisition, etc..) is taking place, in order to prevent that any operations made with our business could be used for money laundering.

Our staff shall pay particular attention to the cases showing evidence of lack of integrity of the persons or companies with which the Group is related. They must immediately inform the Ethics Committee on any payment which raises doubts.

19. Tax and social security.

A basic requirement of any business is the timely fulfillment of tax obligations and Social Security. For this reason all our Tax declarations will loyally provide all the facts holding tax significance.

Commercial accounting, tax books and records must be done without violating the direct assessment of the tax bases; without conducting separate accounts that refer to the same economic activity and tax year, hiding or pretending about the real situation of the company; without registering in the compulsory company books, acts, transactions or, in general, economic transactions with other than the real figures, without registering fictitious accounting entries.

The same commitment to society and public institutions is what inspires our relationship with public entities to which we have asked for subsidy or that they have granted to us. Apart from the specific mechanisms that can be implemented to avoid subsidies fraud; in any application and within the subsidies management, the following controls shall be taken:

- There will be a person in charge for each subsidized project, who will be responsible for transmitting the information to the subsidy body and to ensure their accuracy.
- A separate body which manages the grant funds will review the compliance with the purposes of the grant and the information given to the Treasury.

- It is prohibited, either by commission or omission, defrauding the State Treasury, state, statutory, local, the European Union finance or general budgets of the European Union or other managed by it. Nor defraud, by act or omission, to the Social Security evading payment of dues and concepts of this joint collection, by improperly obtaining refunds or improperly enjoying the same deductions for any reason. Similarly, it is prohibited to distort the

conditions required by the government for a grant, allowance or public assistance or to hide the conditions that would have prevented the relevant concession.

20. Falsehoods in payments and financial control of the cash payments.

It is prohibited to modify, copy, reproduce or otherwise falsifying credit or debit cards or travelers checks. Also, it is prohibited to have the aforementioned false payment means for distribution or trafficking; also, you it is prohibited the use of the same means of payment on third parties when employees are aware of their falsity.

In order to eliminate illicit payments, any operation or transaction carried out in the company shall be as follows:

- Must be related to the company object or within our activity of social responsibility.
- Must be properly authorized.
- Must be duly documented and recorded, and there must be a complete congruence between the stated purpose of the transaction and its actual purpose.

- There must be a reasonable proportion between the amount paid and the service received or the purchased product.
- To pay special attention to the extra payments not previously planned in the agreements or contracts.

21. Stock market.

The stock market today is a vital tool in economic life, an essential tool for business financing. For this reason our employees:

- Shall not engage in securities transactions in the stock market of customers, suppliers, partner companies, for example through a consortium or joint venture or any other company based on inside information to which they gained access thanks to their professional activity. This prohibition extends to any financial product whose price depends on the price of these entities.
- They shall not communicate this information to third parties or recommend buying shares or other financial instruments from the same information.

Inside information means any information of a particular nature which relates directly or indirectly to one or more securities or financial instruments admitted

to trading, or in the process or to their issuers, which has not been made public, and, if it were so, it could appreciably influence its quote.

Inside information could arise, for example, from the knowledge of the financial results of another company, its financing plans, preparation of mergers or acquisitions, or of major contracts preparation of signing, current inventions, new products launching etc.

In case of any doubt about the features of the inside information you should consult the Ethics Committee.

22. Intellectual property.

Under no circumstances Saba's employees shall feel free to unlawfully use or produce goods or objects protected by the rights of intellectual and industrial property.

As well, the employees may not make any use of intellectual property belonging to a person or entity external to Saba without having the relevant prior authorizations.

23. Alcohol and drugs.

It is not allowed the use or possession of drugs or alcohol in the workplace (excluding institutional celebrations or conventional situations in which the consume alcohol will be permitted).

It is not allowed making or trafficking any drugs, narcotics or psychotropic substances. It is also prohibited any act that could promotes or facilitates the use of these substances.

24. Social projects.

It is not allowed to make any donations, directly or indirectly to political Parties or organizations linked to them, such as Parties foundations.

These contributions should never be made in relation to acts of electoral propaganda or as a means to bribe a public official surreptitiously.

As a socially responsible member, our company encourages the culture, social work and humanitarian projects. Within these projects, it is possible any kind of collaboration with NGOs and government; as long as the amounts given have been transparently provided and without looking for the benefit and personal promotion of any of the people in the organization or that could imply the impartiality of a public official.

25. The Ethical Committee.

Saba wishes that the rules and mandates contained in this Code will effectively govern the development of our business, which is why the Ethics Committee shall ensure its respect and development.

6. Coordinate the above activities with local commissions.

7. Require reports on the activities of the local committees.

The basic functions of the Committee are:

1. Ensure internal diffusion of the ethical Code among all Saba's employees, establishing continuous training plans.
2. Monitor the compliance of the Code in such companies.
3. Receive inquiries and communications related to the implementation of the Code.
4. Collect data, to analyze and resolve any questions and / or communication about the Code and its regulations.
5. Perform the control procedures and update the model.

26. Ethics Channel and treatment of personal data.

The Ethics Committee establishes formal channels for all employees to pursue in good faith and without fear of reprisal any communications over failures to comply, consultations, ideas, reviews, tips. The allegations made by persons outside the organization will have a treatment similar to internal complaints, being confidentiality guaranteed.

Communications may be addressed:

- Via e-mail, **canal.etico@saba.eu**
- Through the mail, Ethics Committee, Avinguda Logistics Park, 22-26, 08040 Barcelona (Spain)

Treatment of personal data in the framework of the code of ethics

Responsible of the treatment

The personal data provided to any of the communications provided for in the present Code of ethics will be treated by Saba Infraestructuras, S.A.

In any case, the personal data will be treated with the maximum guarantees of confidentiality and in accordance with the current legislation on protection of personal data.

Purpose of the processing

- In the case of the communications provided for in the Code of Ethics, such as **questions, ideas, criticism or suggestions**, the data will be processed for the exclusive purpose of managing the communication received. The person who sends it consents to the processing of your data for the purpose described above, being your consent the legal basis for the processing of data carried out at the reporting.
- In those cases in which the communication concerning the **denunciation of irregular conduct or which may constitute a breach of the law or the Code of Ethics**, the data will be treated in order to manage the procedure laid down in the Code of Ethics for this purpose. In particular, the data will be treated to attend to the communication and investigate the denounced facts. The Ethics Committee of Saba will be responsible for admitting the communication, investigate the facts by contacting the stakeholders and, where appropriate,

notify the stakeholders of the outcome of the investigations. The person who sends it consents to the processing of your data for the purposes described above, remain the legal basis for the processing of these data the legitimate interest of Saba Group to ensure the exclusion of their criminal responsibility at the reporting.

Who will have access to the data?

- In the case of the communications provided for in the Code of Ethics, such as **questions, ideas, criticism or suggestions**, the data will be known by the Ethics Committee, as well as by persons for which it is essential knowledge in order to manage the communication, including, where appropriate, to the employing entity of the Saba Group.
- In those cases in which the communication concerning the **denunciation of irregular conduct or which may constitute a breach of the law or the Code of Ethics**, the data may be known by the Ethics Committee, as well as by persons for which it is essential knowledge to investigate the facts and, depending on the matter, when his knowledge is required by the competent authorities. In particular, if the employing entity is not Saba Infraestructuras, the Ethics Committee may request and obtain from the employing entity of the Saba Group how much information it is considered pertinent in relation to its communication.

How long data is retained

The Ethics Committee will retain the personal data during the necessary time to manage the communication.

In the event that the communication concerning the **denunciation of irregular conduct or which may constitute a breach of the law or the Code of Ethics**, the data will be retained during the necessary time to decide about the research, keeping subsequently blocked to meet potential liabilities that may arise from the same, during the applicable legal limitation periods.

Rights of the holder of the data

The holders of the data may exercise their rights of access, rectification, deletion, opposition and limitation of treatment or portability, as well as revoke their consent, by sending a request in writing addressed to the Ethics Committee, through the channels established to contact.

If it considers that a breach of the law on data protection concerning the processing of personal data has been committed, it also has right to file a complaint with the Spanish Agency of Data Protection.

27. Internal complaints.

To report misconduct that violates the law and this Code of Ethics is proof of employee engagement with our companies. The internal complaints are an essential tool to ensure the effective implementation of the Code, intended to improve the internal regulations and preventing and detecting misconduct.

Complaints may be made for anomalous or irregular conduct, illegal or criminal facts in breach of our Code of Ethics; they can be both present and past or even future, whether the complainant considers the breach will imminent occur.

Complaints shall be reported to Supervisors, the Human Resources Department or the People and Organization or relevant local committees or ethics committee and / or through the ethical Channel.

The approach of any matter (queries or notifications) to be heard by the Committee, shall be done in writing, giving at least the following information:

- Company, Address/ Organizational Unity and Country in which the person making the communication is working.
- In case of a query, the Committee shall only respond to the person submitting the query, when this person has provided a contact data.
- In case of reporting any failure to comply the provision of the Code of Ethics, a detailed description of the facts and the period in which they occurred must be provided.

Each employee shall pursue in good faith and without fear of reprisals, any inquiries and other communications of violations of the Code of Ethics.

The Ethics Committee will investigate any threats, discrimination, harassment or any other negative consequences suffered by the complainant.

To make easier any consultation or communication made by the employee, it is recommended that he will be perfectly identified with the name, title and work address to which he belongs, since the lack of identification can make difficult the prompt responses to inquiries, investigation and consultation.

In any case, the identity of the employee carrying out the consultation or communication, and of the employee concerned by it, and its contents, is strictly confidential. However, the employee concerned by the consultation or communication shall be informed of the contents thereof to enable him to defend his interests.

All persons who for any reason are aware of any of these communications will be required to:

- Operate under independence and fairness criteria.
- Preserve the confidentiality of all data and taken actions.
- Ensure no retaliation to employees or third parties involved in the communication.

Communications will be only disclose off-channel when strictly necessary (eg legal requirement), respecting at all times the necessary safeguards to keep them confidential.

27.1 **Complaint in good faith.**

It shall be deemed that the complaint has been made in good faith when the complaint is made pursuant to the provisions of this Code and it is made from facts or evidence reasonably derived from wrongful, irregular or anomalous conduct. Although the complainant does not have facts or evidence, the complaint shall be considered as done in good faith if it is made pursuant to the provisions of this Code and not on the purpose of vengeance, morally harass, causing professional harm or injuring the honor of the person accused.

Any person who reports in good faith an anomalous or irregular behavior can not be dismissed, nor suffer any disciplinary punishment or other damage in his labor relationship or job promotion as a result of the complaint.

27.2 Complaint in bad faith.

It shall be deemed that the complaint has been made in bad faith when the author is aware of the falsity of the facts, he acts with disregard for truth or it is intended for revenge, to harass the accused person, to injure or harm this honor or professional work.

28. Internal Investigations.

The effectiveness of the Code of Ethics and all internal developing regulations must have a system of internal investigations to ensure impartiality, the right to privacy and the protection of basic rights of persons under investigation.

The Ethics Committee shall be in charge of opening these investigations and commissioning them from an internal or external body.

29. Rights and obligations of employees when an investigation is in process.

The Ethics Committee can access the emails of those investigated employees. However, this must be done according to law.

Employees have the right not to answer any questions that may lead to an assumption of responsibility.

Employees should be accurately informed about the end of the investigation. In the event that the investigation is aimed at preparing the legal defense of the company, they must be expressly informed that their statements may be submitted to the judge or prosecutor.

Employees have the right that the information obtained will not be given to a purpose other than the one originally said.

Employees shall promptly respond, fully and truthfully, on all those questions directly dealing on the performance of their professional activities within Saba.

Employees have the right to provide all the evidence they deem necessary for their defense.

30. Decision-making by the Committee.

The Ethics Committee, after reviewing the facts that have been reported, will investigate on this, as appropriate.

Once done, it shall take a decision which may involve:

- The closing of the proceeding, if the Committee finds no evidence of a breach of the Code of Ethics.
- Taking steps to restore the fulfillment of the Code of Ethics.
- The amendment, suspension or termination of the employment contract.
- The complaint before the courts or tribunals. The decision shall be promptly communicated to the concerned employee.

31. Training.

For the proper application of this Code of Ethics it is important the ongoing training of our employees. Saba is aware of the technical complexity involved in the implementation of much of the legislation, the compliance of which this Code is trying to guarantee and the diversity of circumstances that has to be applied. For this reason, the Ethics Committee shall periodically establish educational campaigns aimed at those employees more involved in meeting specific legal obligations. The effectiveness of the code largely depends on the level of awareness and internalization of its provisions among the employees.

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