



**WHISTLEBLOWING CHANNEL**

**1. PURPOSE**

ALBA establishes an internal channel of communication to receive, process and resolve communications connected with the commission of acts or conduct that could be in breach of the applicable regulations or this ALBA Code of Ethics and Conduct (the Communication or Communications) within the context of ALBA, in relations with third parties or to the detriment of ALBA (the Whistleblowing Channel).

The Whistleblowing Channel may likewise be used to pass on suggestions, queries or proposals connected with the Code of Ethics and Conduct.

**2. SCOPE OF APPLICATION**

The Whistleblowing Channel may be used by the Subject Persons, as defined in the ALBA Code of Ethics and Conduct. For the purposes of the Whistleblowing Channel, suppliers, contractors and collaborators of ALBA will likewise be considered to be Subject Persons.

Subject Persons have the duty to report any act or conduct in breach of the applicable regulations or the Code of Ethics of which they may learn or have reasonable evidence.

The Whistleblowing Channel may also be used by any person other than the Affected Persons who learns of an event that could be subject to a Communication.

For the purposes of the Whistleblowing Channel, the person making a Communication will be referred to as the Informing Person, and the person regarding whom the Communication is made will be referred to as the Affected Person.

**3. PROCEDURE FOR HANDLING COMMUNICATIONS**

**3.1. Resources to make Communications. Initiation of proceedings.**

The procedure will begin with the corresponding communication, which must be made via one of the following channels:

- website: [www.corporacionalba.es](http://www.corporacionalba.es)
- email address: [canaldedenuncias@corporacionalba.es](mailto:canaldedenuncias@corporacionalba.es)
- postal address: Corporación Financiera Alba, S.A. Whistleblowing Canal, Calle Castelló, 77, 5, 28006 Madrid

Communications addressed to the Whistleblowing Channel by any avenue other than those stated will not be accepted.

Communications submitted by any of the above methods will be received by the Chairperson of the Audit and Compliance Committee and the Code of Ethics and Conduct Monitoring Committee (the Monitoring Committee). If the Communication affects any of the members of the Monitoring Committee or any member of the Board of Directors, the Informing Person must submit the grievance solely to the Chairperson of the Audit and Compliance Committee, at Calle Castelló, 77, 5, 28006 Madrid.

### **3.2. Content of the Communications**

The Communication must contain at least the following references:

- a) Identity of the Informing Person, indicating their Spanish ID card number or equivalent document, indicating their contact details or a safe location to receive notifications, and their connection to ALBA.

In Communications that can be made anonymously, these details will not need to be provided.

- b) Identity of the Affected Person.
- c) Circumstances of and reasons for the Communication, specifying as far as possible the violation of the Code of Conduct or regulations that has been noted.
- d) Elements of evidence supporting the factual account given in the Communication, where possible.
- e) Place, date and signature.

The template included in the Annex is provided for the submission of Communications.

Anonymous Communications will be permitted only where they affect accounting or financial matters. Anonymous Communications will only be processed if the evidence presented and the subsequent investigations indicate that there has actually been a breach.

ALBA will not process Communications that do not fulfil the requirements imposed, if they are not duly rectified, without prejudice to the possibility that any investigation deemed relevant may be performed, depending on the seriousness of the facts or evidence presented.

Communications must be submitted in good faith, on the basis of principles of truthfulness and clarity, acting properly and ensuring that the system is never used for any purposes other than those established in the Code of Ethics and Conduct and in this procedure. The formulation of false Communications is therefore forbidden, as a violation of the law and of the ethical values and principles of ALBA.

Any evidence submitted together with Communications must have been obtained by lawful means.

Any Communication or other declaration made in a knowingly false manner could give rise to the relevant legal action.

### **3.3. Processing of the Communication by the Code of Ethics and Conduct Monitoring Committee**

#### **3.3.1. Admission of Communications for processing, or archiving**

Once a Communication has been received, it will be examined on a preliminary basis by the Chairperson of the Audit and Compliance Committee to ascertain the object and the parties involved.

If the Communication is brought against any of the members of the Monitoring Committee or against any member of the Board of Directors, the Chairperson of the Audit and Compliance Committee will be responsible for examining it, in accordance with the provisions of subsection 3.4 below. In all other cases it will be referred to the Monitoring Committee for processing.

If, although the Communication is not directly brought against him or her, any member of the Monitoring Committee finds him or herself to be in a position of conflict of interest with regard to a grievance, as defined in the Code of Ethics and Conduct, that member will refrain from participating in the procedure.

Within a period of seven (7) calendar days from receipt of a Communication not made anonymously, acknowledgement of receipt will be sent to the Informing Person, and they will be informed of their personal data protection rights.

If the Communication is not anonymous and is subject to a rectifiable defect, the Informing Person may be granted a period of up to ten (10) business days to rectify the defect. Once the period granted has expired without the defect being duly rectified, the Communication will then be archived, notwithstanding the possibility of conducting any investigations that might be deemed appropriate.

Communications regarding alleged criminal acts will be treated with priority.

The Monitoring Committee or the Chairperson of the Audit and Compliance Committee, as applicable, may, prior to the decision to process or archive the Communication, gather any necessary information for a prior evaluation. The Informing Person may likewise be asked for additional information beyond that contained in the Communication.

Communications will not be accepted for processing if:

- a) they are manifestly false, in other words entirely and absolutely lacking plausibility;
- b) they lack reasonable basis or sufficient evidence that they are based on facts comprising an infringement of the legal system or this Code of Ethics and Conduct;
- c) there is rational evidence that the information communicated was obtained by committing an offence;
- d) they do not contain significant new information about previously communicated infringements regarding which the corresponding procedure has already been followed.

The Informing Person will be informed if the matter is not accepted for processing.

In all other Communications, it will be the Monitoring Committee or the Chairperson of the Audit and Compliance Committee, as the case may be, who reaches any of the following decisions:

- a) In the event that it is deemed that the acts referred to in the Communication do not constitute a violation of the Code of Ethics and Conduct or the applicable regulations, the procedure will be shelved, with the Informing Person informed thereof.
- b) If sufficient evidence is noted of the commission of a criminal offence or conduct in violation of Securities Market regulations, the information will be referred to the competent authorities and the proceedings will be archived, with the Informing Person being notified.
- c) In the event that evidence is noted of a violation of the Code of Ethics and Conduct or of the applicable regulations, and the provisions of subsection (b) above would not apply, an investigation will be performed on a confidential basis, in accordance with the provisions of subsections 3.3.2 and following, or subsection 3.4, as applicable.

### **3.3.2. Instigation and examination of the case**

If evidence is noted of a violation of the Code of Conduct or of the regulations in force, the Monitoring Committee will instigate a confidential examination, appoint an investigator, who may be internal or external, and report the instigation of the case to:

- a) the Director of Finance, if there is evidence of an employment or administrative infringement;
- b) the Affected Person, informing them of the existence of the Communication, of the acts of which they are accused, and the departments or services within ALBA that may receive the report from the Monitoring Committee, as well as their data protection rights. However, in order to ensure the efficacy of the investigation and the gathering of evidence, the Monitoring Committee may delay in providing this information up to a maximum of one (1) month from receipt of the Communication, and may extend this period on reasoned grounds if it sees fit to do so. Under no circumstances will any information as to the identity of the Informing Person be provided to the Affected Person; and
- c) the Informing Person, only with regard to the initiation of the investigation, reminding them of their duty of confidentiality.

Depending on the seriousness of the acts referred to in the Communication and the parties involved, the Monitoring Committee will consider whether it would also be advisable to inform General Management and/or the Audit and Compliance Committee and/or the Board of Directors.

The investigator may draw on all resources available to him or her to investigate the acts referred to in the Communication, while at all times respecting the fundamental rights of the Affected Person. The investigator may likewise call for the collaboration of people or departments at ALBA, who will be obliged to provide such collaboration. The Monitoring Committee may, on the initiative of the investigator, agree to hire external auditors or other consultants to work with him or her in the investigation and analysis of the documentation and evidence obtained, without prejudice to the fact that, in accordance with the amount involved, internal contracting standards must be taken into account.

The investigation will be conducted on the basis of principles of confidentiality, objectivity, impartiality and discretion.

The maximum period for the processing of the case will be three (3) months. This period may be extended by the Monitoring Committee, on the initiative of the investigator, in particularly complex cases as regards the investigation of the facts recounted in the Communication.

If at any point of the investigation sufficient evidence is uncovered of the commission of a criminal offence or conduct in violation of Securities Market regulations, the information will be referred to the competent authorities and the proceedings will be archived, with the Informing Person being notified.

While the case is being processed, the Affected Person will be entitled to present arguments and submit any evidence deemed appropriate. This hearing procedure will take place at the time and in the form decided by the investigator as being most appropriate to ensure a successful outcome to the case.

In parallel with the investigation of the case, the Monitoring Committee may adopt additional urgent measures in order to avoid jeopardising the development of the investigation, or any that might be required to protect the Informing Person, to which end it may seek the collaboration of people or departments at ALBA.

### **3.3.3. Conclusion of the case**

Following completion of the investigation, the investigator will submit a detailed report to the Monitoring Committee, recounting the actions taken, the evidence examined and those facts deemed to have been accredited, along with a proposal as to the actions to be taken and the recommended corrective, preventive and organisational measures.

The Monitoring Committee will, in the light of the report, issue a conclusions report setting out any actions and corrective, preventive and organisational measures it might deem appropriate. This report by the Monitoring Committee may simply confirm the investigator's report.

If the investigator's report finds that an employment or administrative infringement has been committed, they will inform the Director of Finance in order for the relevant measures to be taken.

The conclusions report will be submitted to the Audit and Compliance Committee, to General Management and to the departments involved. The Informing Person and the

Affected Person will be informed of the conclusion of the procedure.

### **3.4. Processing of the Communication by the Chairperson of the Audit and Compliance Committee**

Wherever the Communication is addressed directly against any member of the Monitoring Committee or against any member of the Board of Directors, the Chairperson of the Audit and Compliance Committee will, once the Communication has been accepted for processing in accordance with the provisions of subsection 3.3 above, investigate the case in the manner deemed most efficient, in accordance with the circumstances of the case.

Without prejudice to the above, the Chairperson of the Audit and Compliance Committee will ensure that in the handling of the Communication, respect is shown for the rights of the Informing Person and the Affected Person as recognised in this procedure and in the applicable legislation.

Following examination of the acts reported in the Communication, the Chairperson of the Audit and Compliance Committee will issue a conclusions report, recounting the actions taken, the evidence examined and the facts deemed to have been accredited, along with a proposal of actions and recommended corrective, preventive and organisational measures. This report will be submitted to the Audit and Compliance Committee, to General Management and to the departments involved. The Informing Person and the Affected Person will be informed of the conclusion of the procedure.

### **3.5. Monitoring**

The actions and measures adopted will be monitored, in addition, where applicable, to the recommendations included in the conclusions report of the Monitoring Committee or of the Chairperson of the Audit and Compliance Committee, and the effects thereof, to be set out in the annual evaluation of the level of adhesion to and compliance with the Code of Ethics and Conduct.

On at least one (1) occasion per year the Audit and Compliance Committee will be presented with an account of all the Communications received and the actions taken in connection therewith.

## **4. PROTECTION OF THE INFORMING PERSON AND OF THE AFFECTED PERSON**

Following receipt of the Communication, ALBA will adopt the necessary measures to preserve the identity of the Informing Person and to ensure the confidentiality of their details.

Notwithstanding the above, if the conduct or acts referred to in the Communication could potentially constitute an administrative, criminal or occupational infringement, ALBA may provide the competent authorities with all information that may be required as a consequence of administrative or court investigations or proceedings, including the identity of the Informing Party.

Any retaliation, threat of retaliation or attempted retaliation is entirely forbidden, as is any coercion against those formulating Communications in good faith, and against all other

persons collaborating in the investigation and examination of the case.

Retaliation is to be understood as any action or omission which directly or indirectly constitutes unfavourable treatment, placing the person suffering this in a situation of specific disadvantage compared with another, in an occupational or professional context, as a result of having made a Communication.

The Persons Affected by a Communication are likewise entitled to have their right of privacy and presumption of innocence respected. They must be informed of the actions or omissions attributed to them and have the opportunity to submit any arguments and present any evidence they may see fit in the manner established in subsection 3.3.2 above.

## **5. PROCEDURE FOR THE HANDLING OF QUERIES**

Suggestions, queries or proposals connected with the Code of Ethics and Conduct may be submitted via the following channels:

- website: [www.corporacionalba.es](http://www.corporacionalba.es)
- email address: [alba@corporacionalba.es](mailto:alba@corporacionalba.es)
- postal address: Code of Ethics and Conduct Queries, Calle Castelló, 77, 5, 28006 Madrid

Queries will not be accepted via any channel other than those stated.

Queries submitted via any of the above methods will be examined by the Code of Ethics and Conduct Monitoring Committee.

Queries will be replied to within a maximum period of one (1) month of receipt.

## **6. PROTECTION OF PERSONAL DATA IN COMMUNICATIONS**

ALBA is the data controller for personal data within the context of the procedure for Communications and queries connected with the Code of Ethics and Conduct, and undertakes to guarantee the confidentiality and protection of the personal data of those persons involved in a Communication procedure or any raising a query, fulfilling the obligations imposed on it by the applicable personal data protection regulations in force from time to time.

Access to the personal data of persons involved in a Communication procedure or the processing of queries will be restricted to those persons who, in accordance with the procedure for this Whistleblowing Channel, need access to said data.

ALBA specifically guarantees the confidentiality of the data corresponding to the Informing Person. Notwithstanding the above, if the conduct or acts referred to in the Communication could constitute an administrative, criminal or occupational infringement, ALBA may inform the competent authorities of the identity of the Informing Person, if necessary.

The Monitoring Committee will provide the Affected Person with all information required by the legislation in force to guarantee fair and transparent data processing.

The personal data of the Informing Person, of the Affected Person and of the employees and third parties involved in the complaints procedure, will be stored in the Communications system only for as long as required to conduct the investigation as to the acts referred to in the Communication, which must be no more than three (3) months.

If, once a period of three (3) months has passed since the data were entered in the system, it should prove necessary to store them for the processing of internal audits, the continuation of the investigation or as a result of administrative or court proceedings resulting from the Communication and the investigation conducted, the data will be processed in accordance with the legal data protection formalities.

The personal data of individuals raising a query connected with the Code of Ethics and Conduct will be stored for the time period necessary in order to respond to the query, and in all cases a maximum period of one (1) month from receipt of the query.



**ANNEX**  
**COMMUNICATION FORM**

|  |  |                          |                          |                          |
|--|--|--------------------------|--------------------------|--------------------------|
| <b><u>Identity of the Informing Person</u></b>   | <b>Surname<sup>(*)</sup></b>   |                          |                          |                          |
|  | <b>Name<sup>(*)</sup></b>  |                          |                          |                          |
|  | <b>ID card number<sup>(*)</sup></b>  |                          |                          |                          |
|  | <b>Email address<sup>(*)</sup></b>   |                          |                          |                          |
|  | <b>Relationship with ALBA<sup>(*)</sup></b><br><i>(Mark as applicable)</i> | <b>Director</b>          | <input type="checkbox"/> | <input type="checkbox"/> |
|  |  | <b>Employee</b>          | <input type="checkbox"/> | <input type="checkbox"/> |
|  |  | <b>Supplier</b>          | <input type="checkbox"/> | <input type="checkbox"/> |
| <b>Client</b>                                    |  | <input type="checkbox"/> | <input type="checkbox"/> |                          |
| <b>Other</b>                                     | <input type="checkbox"/>   | <input type="checkbox"/> |                          |                          |
| <b>Department</b><br><i>(for employees only)</i> |  |                          |                          |                          |
| <b><u>Identity of the Affected Person</u></b>    | <b>Surname<sup>(*)</sup></b>   |                          |                          |                          |
|  | <b>Name<sup>(*)</sup></b>  |                          |                          |                          |
|  | <b>Relationship with ALBA</b><br><i>(Mark as applicable)</i>               | <b>Director</b>          | <input type="checkbox"/> | <input type="checkbox"/> |
|  |  | <b>Employee</b>          | <input type="checkbox"/> | <input type="checkbox"/> |
|  |  | <b>Supplier</b>          | <input type="checkbox"/> | <input type="checkbox"/> |
|  |  | <b>Client</b>            | <input type="checkbox"/> | <input type="checkbox"/> |
|  | <b>Other</b>   | <input type="checkbox"/> | <input type="checkbox"/> |                          |
| <b>Department</b><br><i>(for employees only)</i> |  |                          |                          |                          |

|                                     |  |                          |
|-------------------------------------|--|--------------------------|
| <b>Reason for the Communication</b> | <b>Violation of the Code of Ethics</b> | <input type="checkbox"/> |
|                                     | <b>Breach of regulations</b>           | <input type="checkbox"/> |

|                               |   |  |
|-------------------------------|---|--|
| <b>Additional information</b> | <b>Approximate date of occurrence of the events<sup>(*)</sup></b>           |  |
|                               | <b>Possible economic impact</b><br><i>(include an estimate if possible)</i> |  |
|                               | <b>Department(s) involved</b>   |  |

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| <b>Description of the events and reasons for the Communication<sup>(*)</sup></b> |
|  |

(\*) Required data, except for the identity of the Informing Person in cases of anonymous Communication.

**Documentation in support of the act referred to in the Communication and other items of evidence**

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**List of witnesses**

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**Additional comments**

|  |
|--|
|  |
|--|

In [ ], on the [ ] of [ ] [ ]

[Signature]

ALBA specifically guarantees the confidentiality of the data corresponding to the Informing Person, and also the absence of retaliation. Access to the personal data of the Informing Person will be limited to those persons required to access such data in accordance with the Communication procedure. Notwithstanding the above, if the conduct or acts referred to in the Communication could constitute an administrative, criminal or occupational infringement, ALBA may inform the competent authorities of the identity of the Informing Person, if necessary.

Personal data will be processed in order to examine the Communication submitted in accordance with the provisions of the Code of Ethics and the ALBA Ethics Channel procedure, and will be stored for the time period required in order to fulfil the aforementioned purpose, and for a maximum of three (3) months from receipt of the Communication.

The personal data controller is ALBA, which may be contacted by post at its registered office at the address Calle Castelló, 77, 5, Madrid, or at the email address [alba@corporacionalba.es](mailto:alba@corporacionalba.es), to exercise the rights enjoyed in accordance with the personal data protection regulations in force from time to time, with entitlement to access personal data, rectify inaccurate data or request the erasure thereof where they are no longer required. Grievances may likewise be raised with the Spanish Data Protection Agency.

I agree that my personal data may be processed in accordance with the provisions of this legal notice and the Code of Ethics and Conduct of ALBA.