

14 June 2018

CODE OF CONDUCT FOR CLIENTS, SUPPLIERS AND PARTNERS

CONTENTS

1. A message from our CEO
2. **axión**'s values
3. Our commitment
4. Standards of conduct for **axión** clients and suppliers
 1. Current legislation
 2. Human Rights
 3. Ethical behaviour and measures to combat bribery and corruption
 4. Safety and Environment
 5. Fair competition
 6. Confidentiality, intellectual and industrial property
 7. Management systems
5. Responsibilities of clients, suppliers and partners
6. Breach of and failure to comply with this Code

It is a pleasure to present to you an updated version of the **axión** Code of Conduct for Clients, Suppliers and Partners. The Code is a declaration of our guiding principles and values, among which ethics and integrity are foremost in all that we do, binding together all of us who are part of **axión**.

This Code defines the way we do business in the market, always within the law, seeking optimum results, but at all times complying with the principles of corporate responsibility.

axión's excellent reputation is based on how we behave as a company and on the conduct of our employees, clients, suppliers and partners. Together, between all of us, we construct our own image.

This Code is aimed at our clients, suppliers and partners to ensure that they are of the highest competence and reliability, and aims also to nurture our relationship with them. Nothing is more important for **axión**, for me and, I hope, for each one of you, and so I thank you in advance for your cooperation and your efforts to implement the necessary measures.

We therefore believe it is absolutely essential not only for our company to promote these necessary measures, but also for those who work with us every day and partner us in the course of our business to promote and to guarantee the ethical principles that govern us at **axión**. All of this will contribute to our aim of maintaining our position as a market leader with an impeccable reputation.

Jorge Alberto Jiménez

CEO

Axión's values

Our guiding principles

Responsibility

Respect

Integrity

Transparency

Equity

Our values

Leadership

Flexibility

Trust

Our commitment

We are duty bound to treat everyone with whom we come into contact in the market with due impartiality and integrity. This includes our clients, suppliers and our partners and, therefore, they must in turn apply the same principles to their clients, suppliers and partners. Closely bound to our commitment to maintaining our corporate integrity is our obligation to comply with all applicable legislation, in all the geographical areas in which we operate.

Clients, suppliers and partners, although they are independent organisations, are actively involved in the **axión** value chain. For this reason, **axión** promotes and incentivises knowledge of the rules laid down in the *Code of Conduct for Clients, Suppliers and Partners* and the adoption of the standards of conduct required under the Code.

This Code, which seeks an ideal of cooperation, is intended to produce reciprocal benefits, respecting the function of each party at all times.

We expect our clients, suppliers and partners to meet the same standards of integrity which we apply in our work, since an immoral or illegal act by a client, supplier or partner could damage **axión's** reputation.

All of our clients, suppliers and partners must, therefore, comply with our *Code of Conduct for Clients, Suppliers and Partners* as a precondition in order to do business with us, and they must adhere to the following rules of conduct:

- They must know, understand and act in accordance with the policies, values and principles of **axión**. We will always be available for clarification and the resolution of any doubts.
- They must contribute to the improvement of the operation of the company, showing at all times a transparent attitude, respect and collaboration.
- They must respect the confidentiality of all information to which they might have access, in accordance with **axión** rules and policies.

At **axión**, we believe that acting ethically and responsibly is not just the right thing to do from a social point of view, but it is also right for our business.

The Code of Conduct is our roadmap for engaging correctly in our business activities, and we believe that business is only valid when we respect ethical principles and act in accordance with our values, our Code, our policies and the law.

axión believes that its clients, suppliers and partners should maintain the minimum standards of conduct described below in order to perform their activities properly.

STANDARDS OF CONDUCT FOR AXIÓN CLIENTS, SUPPLIERS AND PARTNERS

In order to comply with our ethical principles and the demands of corporate social responsibility, we expect our clients, suppliers and partners to run their companies ethically and to act with integrity.

The ethical requirements include:

1. Current legislation

Clients, suppliers and partners must observe the applicable legislation of the country in which they operate, ensuring that there is no breach of the law which might prejudice the reputation of **axión** and produce adverse consequences for the company.

Clients, suppliers and partners must operate in accordance with the law, regulations, contractual agreements and generally accepted rules.

2. Human Rights

Clients, suppliers and partners of **axión** must respect the internationally recognised human rights defined in the “International Bill of Human Rights” and the principles relating to rights contained in the eight Fundamental Conventions of the International Labour Organisation, in accordance with the Declaration on Fundamental Principles and Rights at Work.

The responsibility of clients, suppliers and partners to respect human rights requires that they ensure that their own activities do not cause or contribute to any breach of human rights and that they address such consequences when they occur, and try to prevent or mitigate any negative human rights consequences which are directly related to their operations or the goods and services provided.

The minimum responsibility of clients, suppliers and partners to respect human rights includes but is not limited to complying and ensuring compliance by any third party with which relationships are established with the following:

- The application of labour practices which are coherent with the aforementioned international regulations with respect to their employees;
- The elimination of all forms of forced labour;
- The eradication of child labour;
- Facilitating freedom of association and collective bargaining for their employees;
- Treating of all their employees with dignity and respect, refraining from using any vexatious conduct, or conduct which supposes any type of discrimination whatsoever, based on race, religious or political ideas, trade union activity, nationality, language, gender, civil status, age or disability;
- Ensuring that the working environment and conditions (including salaries, daily hours, maternity rights, promotion of a safe working environment free of alcohol and drugs, etc.) are coherent with the applicable international labour regulations, and the promotion and

maintenance of the highest degree of physical, mental and social wellbeing of their employees;

- Recognition of and respect for the rights of individuals belonging to vulnerable groups when the activities of the client or supplier take place in areas inhabited by such groups.

3. Ethical behaviour and measures to combat bribery and corruption

Clients, suppliers and partners must at all times behave in an ethical manner which allows them to establish legitimate, productive relationships with their own suppliers and other companies with which they have contractual relationships. They must act with honesty and integrity in all of their commercial contacts and relationships with public or private bodies.

Clients, suppliers and partners must establish mechanisms to combat all forms of corruption and bribery in the course of their activities. This includes, but is not limited to, the following:

- To refrain from directly or indirectly making or offering any payments in cash, in kind or any other benefits, to any natural or legal persons:
 - a) who are in the service of any authority, public or private entity, political party or candidate for public office, for the purpose of improperly obtaining or retaining business or any other advantage;
 - b) with the intent that such persons abuse their real or apparent influence in order to obtain any business or other advantage from any public or private entity or authority;
 - c) when they are aware that all or part of the cash or payment in kind directly or indirectly offered or delivered is destined for any public or private entity or authority, political party or candidate for public office for any of the purposes mentioned in the two preceding paragraphs.
- To refrain from making facilitating or speed payments through the payment of money or other valuables, whatever the amount, in exchange for guaranteeing or accelerating the course of a procedure or action taken by any public administration or judicial or official body.
- Specifically, in any **axión** contracting process, the client, supplier or partner shall not make or offer to or accept from any natural or legal person any payment in cash or in kind for the purpose of obtaining or retaining any business or advantage for itself or for a third party and which might give rise to a conflict between the interests of the supplier or third party and those of **axión**.

4. Safety and Environment

Clients, suppliers and partners are expected to provide a safe, healthy working environment and to act responsibly and efficiently in environmental matters.

axión recognises its social responsibility for the protection of the environment and expects its clients, suppliers and partners to share this commitment. All clients, suppliers and partners must therefore comply with the following requirements, without limitation:

- To undertake their activities in such a way as to minimise negative environmental impacts, in accordance with the legislation in force in the country in question, and to ensure a high level of safety in their facilities, products and services, paying special attention to the protection of their employees, contractors, clients and the local surroundings;
- In particular, when those activities are undertaken on the premises of **axión**, the client or supplier must be aware of and ensure that its employees and subcontractors comply with all of the Health, Safety and Environmental regulations of our Company which are applicable to them;
- Clients and suppliers must comply with all of the generally recognised quality requirements, or those contractually agreed, for the provision of goods and services which are at all times adjusted to the needs of **axión**, which function and which are safe for their planned use.
- Clients, suppliers and partners must comply with all of the applicable quality, health, safety and environmental regulations. They must obtain all of the necessary permits and licenses, which they must keep updated and valid at all times;
- Clients and suppliers must comply with operational and reporting requirements;
- Clients and suppliers must protect their employees from all chemical, biological and physical risks and must not require them to perform tasks which require excessive physical effort in the workplace, and they must protect them from risks derived from the infrastructure used by employees;
- Clients and suppliers must apply the appropriate controls, follow all of the occupational safety and preventive maintenance procedures and must apply the necessary technical protective measures to mitigate health and safety risks in the workplace. When the risks cannot be adequately controlled by these means, clients, suppliers and partners must provide employees with the appropriate personal protective equipment. A safe, healthy working environment also requires, as a minimum, the availability of drinking water and adequate lighting, temperature, ventilation and bathroom facilities;
- Clients and suppliers must provide information on safety with respect to the known risks of the workplace, and the employees of clients and suppliers must receive the appropriate training to ensure that they are adequately protected. Clients and suppliers must detect and evaluate probable and potential emergency situations in the workplace and minimise their repercussion through the implementation of emergency and intervention plans;
- Clients, suppliers and partners must have systems to guarantee the safe handling, transport, storage, recycling, reuse and management of waste, atmospheric emissions and liquid waste discharges. Any of these activities which are potentially prejudicial to human health or to the environment must be adequately managed, quantified, controlled and treated before releasing any substance into the environment, in order to help conserve resources and protect the climate.

5. Fair competition

The companies of clients and suppliers must be run under conditions of fair competition and respect for market rules, complying at all times with the applicable legislation.

6. Confidentiality and intellectual and industrial property

Clients, suppliers and partners must respect the principles of confidentiality regarding all information to which they have access as a consequence of their relationship with **axión** during the performance of their professional activities, as well as that information to which they might have access in their relationships with third parties. The confidentiality of the personal data of employees, etc., must also be guaranteed.

axión guarantees the protection of all personal data, in accordance with the provisions of Regulation EU 2016/679 of the European Parliament and the Council, of 27 April 2016, on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation), and you are informed that:

- All of the personal data provided to **axión** will be processed by **axión** in accordance with the General Data Protection Regulation mentioned in the previous paragraph;

axión undertakes to protect the confidential information to which it has access, and shall not, in any case, use the personal data provided by its clients, suppliers and partners, and so this undertaking must be reciprocal.

The protection of intellectual and industrial property rights is crucial to any company. All **axión** clients, suppliers and partners must, without limitation:

- Respect and protect the intellectual and industrial property rights of all parties through the exclusive use of information technology;
- Use the information systems and technology (including e-mail) supplied by **axión** exclusively for purposes related to its business activities.

7. Management systems

Management Systems are the set of related or interacting elements which allow the quality, environment, health and safety and other management policies and objectives of an organisation to be implemented and achieved.

A management system is especially recommended for any organisation or activity oriented towards the production of goods and services which needs management systems as a useful tool to improve the company.

Clients and suppliers are expected to implement management systems which facilitate compliance with applicable legislation and promote continuous improvement with respect to the expectations laid down in this Code of Conduct for clients and suppliers. The following aspects are to be taken into account:

- Clients and suppliers are encouraged to meet the expectations described in this Code of Conduct through the assignation of the appropriate resources.
- Clients and suppliers are expected to implement mechanisms to detect, determine and manage risks and opportunities in all of the areas described in this Code of Conduct, and must comply with all applicable legal requirements.
- Clients and suppliers are expected to produce adequate documentation to demonstrate that they share the principles and values described in this Code of Conduct.
- Clients and suppliers must establish the appropriate training programmes to ensure that their managers and employees are aware of and understand the contents of this Code of Conduct, applicable legislation and regulations and the generally accepted rules.
- Clients and suppliers are expected to adopt appropriate measures for the continuous improvement of their performance in the field of sustainability.

RESPONSIBILITIES OF CLIENTS, SUPPLIERS AND PARTNERS

axión clients, suppliers and partners undertake to:

- Comply with this Code for as long as they are a client, supplier or partner of **axión**;
- Participate in any verification activities which might be established under this Code;
- Implement corrective actions, if necessary, as a result of any verification activity undertaken by **axión** in their organisation;
- Notify **axión** of any information which they consider relevant with respect to the requirements laid down in this Code.

BREACH OF AND FAILURE TO COMPLY WITH THIS CODE

Failure by the client, supplier or partner to comply with this Code may have different consequences on the contractual relationship with **axión**.

Depending on the seriousness of the breach of the Code, the consequences may range from a simple warning to disqualification as a client, supplier or partner of **axión**, without prejudice to any other applicable legal or administrative action.

axión has provided clients, suppliers and partners with a whistleblowing channel to report any possible breaches of or failure to comply with this Code or with the “Code of ethics and regulatory compliance” of **axión** employees. The whistleblowing channel is the e-mail:

canaldedenuncias@axion.es, and is accessible through the website.

We are grateful for your compliance with this important Code and we hope to establish a beneficial reciprocal relationship with all of our clients and suppliers on the basis of the strictest standards of ethical conduct.