

ETHICS CODE OF CONDUCT

MAKIBER

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DOCUMENT

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DESCRIPTION	Principles and Guidelines for MAKIBER Employees.
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AUTHOR	GCV ABOGADOS, S.L.
DESIGN AND IMPLEMENTATION	SOLE ADMINISTRATOR
REVIEWED BY	TECHNICAL DIRECTION, FINANCIAL DIRECTION AND LEGAL ADVICE
APPROVED BY	SOLE ADMINISTRATOR

REVIEW	DATE	PERSON IN CHARGE	DESCRIPTION OF CHANGES
00	4-10-2016		Initial Document.

OBJECT

MAKIBER, as a Company belonging to ACS GROUP, ascribes to the ACS Code of Conduct, approved by the Board of Directors on 12th November 2015.

As an ACS GROUP Company, MAKIBER shares its ethical principles and corporate culture and, respectful of the ACS Code of Conduct, it additionally develops this Code of Conduct, which contains the principles and guidelines that are to be followed by all employees in the performance of their functions and responsibilities, in all the areas in which they represent MAKIBER or any MAKIBER company, thereby contributing to ethical and responsible management.

MAKIBER demands that the companies with which it has trade relations introduce comparable ethical principles, based on internationally agreed values, and that their activities be governed by the laws in force.

SCOPE OF APPLICATION

The MAKIBER Code of Conduct is addressed to all the employees, senior executives and administrators, regardless of the contractual arrangement determining their labour relationship and the position they fill or the place where they perform their work.

MAKIBER shall put forth the means within its reach to seek compliance with what is established in this Code of Conduct.

PRINCIPLES OF ACTION

The Basic Principles of Action included in the ACS Code of Conduct, that is, integrity, professionalism and respect, to which MAKIBER adheres, are supplemented by the Principles stated below:

1. INTEGRITY.

MAKIBER fosters among its employees the recognition of behaviours that are in keeping with ethical principles of loyalty and good faith.

1.1 Compliance with the Law.

MAKIBER demands from all its employees strict compliance with the laws applicable in all the areas and countries in which it develops its activities.

1.2 Loyalty.

All workers, in the performance of their responsibilities, must act with loyalty and looking out for the protection of the interests of MAKIBER.

1.3 Avoiding conflicts of interest.

All employees must avoid situations which could lead to a conflict of their personal interest with that of the Company.

Any possible conflicts of interest must be reported to a superior.

1.4 Gifts.

The acceptance or offering of invitations and/or gifts is allowed, provided they are appropriate per use and custom and do not entail compensation or preferential treatment.

1.5 Avoiding corruption.

In respect of individuals or public authorities and officers, it is prohibited for MAKIBER employees to promise, grant, offer, request, accept or receive unjustified advantages or benefits and/or anything outside market usage, to obtain favourable treatment in contracting or which may alter the development of the sales, administrative or professional relations in which they are involved.

1.6 Fair competition.

MAKIBER complies with the procedures established in terms of fair competition, avoiding collusion with competitors, provisions to exclude people or groups of people, fraudulent or deceitful conduct targeting the competition.

All MAKIBER employees shall comply with the principle of fair treatment of those relating with the Company.

1.7 Tax liability.

MAKIBER undertakes to comply with the tax regulations in force in every country or territory in which it is present, avoiding the concealment of relevant information, the illegal avoidance of paying taxes or the obtainment of undue tax benefits.

MAKIBER employees shall collaborate with the Tax authorities to furnish the requisite tax reports pursuant to the laws in force.

1.8 Money laundering and dealing in stolen goods.

MAKIBER adopts all the necessary measures to prevent money laundering within the scope of its activities.

1.9 Confidentiality and data protection.

Any information on sales activities, as well as any other personal data on MAKIBER, its customers, collaborators, contractors, subcontractors and/or suppliers that is not in the public domain or generally known, must be treated confidentially, unless disclosure is required by court authorities.

All employees shall observe a strict duty of keeping permanently confidential any information which if disclosed or publicised could affect the interests of MAKIBER and are subject to the Confidentiality Policy and the Privacy Policy for MAKIBER Employees.

1.10 Agents / Brokers / Consultants.

Contracting of Agents / Brokers / Consultants must comply with the Law and their remuneration must be suited to the services rendered and must not serve to obtain privileges or advantages that are not permitted.

1.11 Uncovering and disclosure of secrets.

MAKIBER employees shall safeguard Company secrets, preventing the disclosure, assignment or dissemination thereof.

1.12 Intellectual and industrial property.

MAKIBER employees shall respect own and third-party intellectual and industrial property rights, using in a legal manner, by way of illustration only, patents, trademarks, utility models, domains, protected works, software, designs, drawings, technical documentation, etc.

MAKIBER employees shall follow the rules and procedures regarding intellectual and industrial property in order not to infringe third-party rights. The use of third-party intellectual or industrial property without the corresponding licence or authorisation of use is prohibited.

2. PROFESSIONALISM

The employees and senior executives of MAKIBER must stand out for their professionalism based on efficient action, focusing on excellence and service quality.

In this respect, their behaviour must be based on the following principles:

2.1 Quality and innovation

MAKIBER undertakes to provide maximum quality in its products and services. It shall also provide its employees with the necessary resources for their innovation, development and ongoing improvement to achieve maximum quality with profitability criteria.

2.2 Customer oriented

All MAKIBER employees shall put forth their best collaboration, professionalism and willingness to provide service to seek their customers' satisfaction. They shall also try to satisfy their customers' expectations and strive to anticipate and be aware of their needs.

2.3 Use and protection of Company tools.

MAKIBER shall provide its employees with the necessary tools to carry out their work and it undertakes to furnish the adequate means to protect and safeguard them. All employees must use them responsibly and in a manner suited to the development of their activity, and they are in charge of protecting and preserving them from damage, loss, theft or illegal use.

2.4 Use of information and communication technology.

Employees must use the means provided to them by MAKIBER exclusively to perform their work.

All employees are subject to MAKIBER'S Policy on the Use of Information and Communication Technology.

2.5 Relations with collaborating companies and suppliers

MAKIBER considers its suppliers and collaborating companies as essential parties for the attainment of its goals of growth, profitability and enhancement of service quality, seeking to establish with them stable relationships based on trust and mutual benefits.

All MAKIBER employees participating in the selection of contractors, suppliers and external collaborators have the obligation of acting in an unbiased and objective manner, applying criteria of quality and cost and avoiding the collusion of their personal interests with those of the Company.

2.6 Transparency

All employees must furnish truthful, relevant, complete and timely information on the progress of activities related to their performance or area of competence.

2.7 Training.

MAKIBER undertakes to maintain a training policy geared to the learning and personal and professional development of its employees to achieve the highest returns, quality and satisfaction in the performance of their functions.

3. RESPECT

MAKIBER assumes the commitment of acting always in accordance with the United Nations World Pact, to which it has adhered since the beginning, the goal of which is the adoption of universal principles in the fields of human and labour rights and the protection of the environment. Also, MAKIBER undertakes to act responsibly and diligently with the purpose of identifying, preventing, mitigating and responding to any negative consequences of its activities. The relations between MAKIBER and its employees and of employees with each other shall be based in compliance with the following commitments:

3.1 Respect for people

Any actions by MAKIBER and its employees shall scrupulously respect the Human Rights and Public Freedoms included in the Universal Declaration of Human rights, specifically in the United Nations Ruggie Report on “Guiding Principles on Business and Human Rights.”

3.2 Equal opportunities

MAKIBER fosters the professional and personal development of all its employees, ensuring equal opportunities through its policies. The selection and promotion of MAKIBER employees is grounded on objective criteria of merit and capacity.

3.3 Workplace health and safety.

MAKIBER avoids personal risks by implementing measures for the prevention of labour

risks and respecting the applicable regulations in this matter at all the places where it develops its activities and fosters the health of its employees.

Every individual is responsible for avoiding risks and for responsibly using the safety equipment allocated to them. Any safety deficiencies must be reported to the person in charge.

3.4 Child labour and forced labour.

MAKIBER fully rejects child labour, seeking compliance with the provisions of the International Labour Organization (ILO), and it also rejects any form of forced labour, to the point of avoiding hiring subcontractors, suppliers or collaborators at risk of developing said practices whether directly or indirectly.

Likewise, MAKIBER rejects any form of forced labour or under duress, undertaking not to hire suppliers, contractors or collaborators at risk of developing said practices whether directly or indirectly.

3.5 Non-discrimination and respect for human rights.

MAKIBER respects and fosters respect for Human Rights, and it especially does not tolerate any discrimination based on race, nationality, social origin, age, gender, marital status, sexual orientation, ideology, political opinions or trade union affiliation, religion or any other personal, physical or social condition.

3.6 The environment.

MAKIBER undertakes to strictly comply with the applicable Environmental Laws and fosters among its employees the conservation of natural resources and areas of environmental, landscape, scientific or cultural interest.

NON-COMPLIANCE

Any non-compliance or malpractice identified by an employee must be reported by his/her immediate superior to the COMPLIANCE OFFICER.

MAKIBER has a Whistleblowing Channel which is to be used by employees to report any non-compliances they become aware of.

- e-mail: canaletico@makiber.com

- Post: Canal Ético, MAKIBER COMPLIANCE OFFICER, Paseo de la Castellana, 182 – 28046 Madrid.

By means of any of these communication channels, any party that is aware of any irregular conduct may report it, in the assurance that their communications will be kept confidential.

Anybody notifying such conduct in good faith will be protected from any type of adverse consequences in connection with such reports.

PUBLICITY

MAKIBER shall circulate this Code of Conduct to all employees by using the established communication channels. Also, the relevant training and sensitising actions will be carried out for employees.

Employees must comply with what is established in the Code of Conduct on a permanent basis, and MAKIBER will analyse their compliance.

FORCE

The Code of Conduct shall come into force on the day of its publication and shall remain in force until the cancellation thereof is passed.

Any reviews and amendments of this Code of Conduct shall be communicated to the employees.