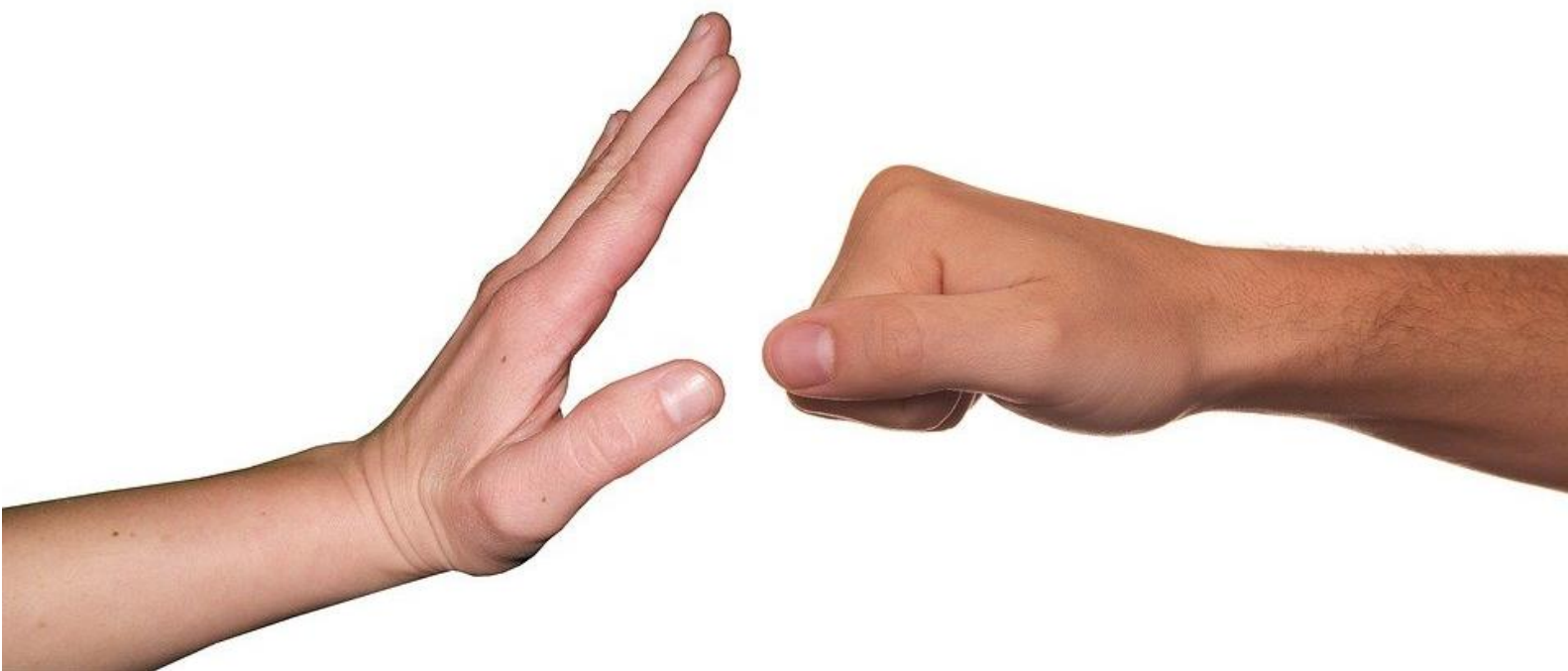


Anti- Bribery, Anti- Corruption and Conflicts of Interest Policy



DOCUMENT PROPERTIES

Document title:	Anti-Corruption, Anti-Bribery And Conflicts Of Interest Policy		
Summary:	This Policy establishes the methodologies and tools to help prevent, identify, identify, assess, measure, mitigate and monitor the risk of the Group's employees, managers, agents and suppliers engaging in corrupt or bribery behaviour, where monitoring must be preventive, continuous and based on parameters with high national and international standards.		
Applicable to:	Uquifa Group		
Version:	1.0	Nº Pages	14

PARTICIPANTS IN THE LATEST VERSION OF THE DOCUMENT

		Date
Issued by:	Ethics, Compliance & Integrity Officer	30/09/2022
Approved by:	Group Managing Director	31/03/2023

VERSION HISTORY

Version	Responsible	Details
1.0	Compliance Committee	Original version

INDEX

1. OBJECTIVE	4
2. SCOPE OF APPLICATION	4
3. GENERAL PROCEDURE: BRIBERY AND CORRUPTION	5
3.1 Basic standards	5
3.2 Gifts, hospitalities and invitations	6
3.3 Travel and representation expenses	7
3.4 Transactions with third parties	7
3.5 Facilitation or processing payments	8
3.6 Financial information	9
3.7 Donations and sponsorships	10
4. CONFLICTS OF INTEREST	10
4.1 Introduction	10
4.2 Objectives	11
4.3 Action guidelines	11
5. COMMUNICATION AND REGISTRATION	12
6. VALIDITY AND REVISION	13

1. OBJETIVE

The Uquifa Group, and especially its Board of Directors, is fully committed to conducting business and relationships in any country and jurisdiction in an ethical and honest manner and with total integrity, implementing and applying systems to ensure the prevention of bribery and corruption.

The Uquifa Group's own Code of Ethics and Conduct establishes as commitments and conducts, among others, respect for legality, prevention of bribery and corruption and conflicts of interest, community support, donations and sponsorships and reliability of economic information. This Policy sets out and develops the main principles and expected behaviours of how they should be implemented to promote transparent and fair decisions when interacting in any business transaction, as well as to prevent and manage conflicts of interest.

The Uquifa Group has a **zero-tolerance** attitude towards all acts and practices of Corruption. This document sets out Uquifa's global standards, notwithstanding the existence of more restrictive legislation, regulations, industry codes or procedures in certain countries that complement this Policy.

2. SCOPE OF APPLICATION

This document constitutes the Anti-Corruption, Anti-Bribery and Conflicts of Interest Policy (hereinafter, the "Policy") of the Group comprising the companies Uquifa Sciences S.L.U. (as parent company), Unión Químico Farmacéutica S.A.U., Soneas Chemicals LTD, Uquifa México S.A. de C.V. and Uquifa India Private Ltd (as subsidiaries), (hereinafter, the "**Uquifa Group**" or "**Group**").

This Policy is binding on all directors, officers, managers, employees, temporary staff, representatives, consultants, contractors, third parties such as customers or suppliers of the Uquifa Group (hereinafter referred to as "Affected Persons").



3. GENERAL PROCEDURE: BRIBERY AND CORRUPTION

3.1 Basic standards

The purpose of this Policy is to ensure compliance with:

- The Foreign Corrupt Practices Act of the United States of America (the "FCPA").
- The Convention on Combating Bribery of Foreign Public Officials in International Business Transactions of the Organisation for Economic Co-operation and Development (the "OECD Convention").
- Local anti-corruption and anti-bribery laws in the countries in which the Group operates, including the UK Bribery Act 2010 (the "UK Bribery Act").

The FCPA is a federal criminal law of the United States of America which is basically structured in two: firstly, anti-bribery provisions which prohibit bribery of foreign government officials and secondly, books and records provisions which set out requirements for record keeping and internal controls. The OECD convention contains a very similar structure.

As for the UK Anti-Bribery Act, it prohibits the offences of accepting a bribe, bribing another person and bribing a public official and also introduces an offence that applies exclusively to companies that fail to prevent bribery by connected persons seeking to obtain or retain business or an advantage in favour of such a company.

All references to "International Anti-Corruption Laws" refer, unless otherwise stated, to both the FCPA and the laws of countries that have adopted the OECD Convention. In accordance with International Anti-Corruption Laws, this Policy prohibits bribery of public officials and, in accordance with the application of the UK Bribery Act, this Policy also prohibits bribery in the private sector, i.e. bribery of any person, whether or not they are a public official.

The following are the basic standards of conduct, which should provide guidance to all persons concerned:

- Compliance with the provisions of this Policy, laws and other applicable regulations is mandatory.
- The Uquifa Group prohibits any form of bribery. Affected persons of the Group or anyone acting on its behalf may not offer or pay a bribe. The Group does not distinguish between public officials, public administration and employees of private sector organisations or private individuals, so that bribery is not permitted regardless of the status of the recipient and the framework of private relationships or business.
- It is strictly prohibited to engage in, permit, ignore or fail to report any form of Corruption practices (including Bribery, Influence Trading or Facilitation Payments) in connection with the business, activity, or interests of the Uquifa Group.

- Bribery may be "active" (offering, promising, promising, making, giving, or giving an advantage, benefit, gift, or payment for the purposes set out above) or "passive" (soliciting, accepting, receiving or accepting an advantage, benefit, gift or payment for the purposes set out above), both of which are strictly prohibited.
- It is also prohibited to solicit, offer, promise, receive, accept, or give a Bribe or, in general, to engage in any other act of Corruption, indirectly, through a third party.
- In some countries, it may be a tolerated local practice to carry out certain acts of Corruption (e.g., making Facilitation Payments to obtain permits, licences, or other official documents, to avoid or reduce fines, loading or unloading goods, or successfully passing inspections). The Uquifa Group considers that any act of Corruption by, on behalf of or for the benefit of the Group, regardless of whether it occurs in Spain, Mexico, Hungary, India or elsewhere, and even if it is a locally tolerated practice, is expressly prohibited and, therefore, for the persons concerned.
- Taking into consideration the above, if urged to solicit, pay, give, accept, or generally do anything that could be considered as a Bribe or any other act of Corruption, any Affected Person must absolutely refuse to do so.
- No Affected Person shall suffer retaliation, demotion, or other adverse consequences for refusing to offer, solicit, pay, give or accept a Bribe, for not engaging in any other corrupt practice or generally for complying with the provisions of this Policy, even if this may result in a loss of business or advantage to any Uquifa Group company.

3.2 Gifts, hospitalities, and invitations

The general premise at the Uquifa Group is that **gifts, hospitalities, and invitations may not be offered or accepted**, either directly or indirectly, to/from third parties, whether in the public or private sector, during the performance of professional activities, as they may cause embarrassment and may even be seen as an improper inducement to offer any concession in return.

However, as gift giving is a common practice in business relationships, the giving or acceptance of gifts of up to €65, or the equivalent in another local currency in nominal terms and reasonableness, is permitted, as these are considered reasonable and acceptable, provided that the following conditions are met:

- It is permitted by law and applicable sectoral codes.
- Can be attributed to an act of courtesy, commercial or socially acceptable uses and customs, of common local practice.
- Are not conditional on the achievement of a result or the consequence of an act or decision adopted by the person to whom they are addressed.

- Do not give the appearance of a loss of independence and impartiality in business relations with our various stakeholders.

In any case, gifts in the form of cash are expressly prohibited.

Exceptional gifts more than the permitted amount must be reported to, discussed with and duly approved by the Executive Board.

Gifts received more than this amount must not be accepted under any circumstances. If their return is complicated, they should be handed over to the Ethics, Compliance & Integrity (ECI) Officer or the Local Compliance Officer to be raffled among all.

Invitations, including meals, travel, accommodation, and events are also considered gifts.

3.3 Travel and representation expenses

The Uquifa Group will ensure that travel and entertainment expenses are reasonable and cannot be classified as excessive or disproportionate and cannot be reimbursing any presentation to facilitate the pursuit of any business.

The best way to avoid a problem is to ensure that travel expenses associated with a business activity are permitted by local law and are not linked to activities such as paid trips to tourist attractions or to visit relatives. Also, another way to avoid problems is to ensure that payments for expenses are paid directly to suppliers (e.g. hotels, airlines and car rental companies) and that meals are reasonable and properly recorded.

3.4 Transactions with third parties

The Uquifa Group expects the companies it deals with to act in accordance with applicable laws, regulations, codes of practice and contracts, as well as generally accepted sustainability criteria, such as those relating to the protection of human rights, safety and the environment or the prohibition of child or forced labour, money laundering and bribery.

The Group promotes ethical and responsible behaviour with the companies it deals with. We choose our suppliers on objective grounds of product or service quality, price, responsiveness, reputation, and environmental and social compliance.

In our supplier approval and monitoring processes, we assess whether they have certified manufacturing processes and management systems, such as quality management, good manufacturing practices, environmental management and occupational risk prevention. The assessment is documented in an approval report and with the approval of this report, the supplier becomes part of the list of approved suppliers to be able to place purchase orders.

In the case of **key suppliers** in the field of quality, audits are carried out to validate compliance in terms of certified materials and processes.

Finally, the Group will not grant improper advantages to political parties, trade unions or the media in its commercial and/or institutional relations with them. The Group will rigorously comply with regulations on the financing of political parties and their related foundations.

3.5 Facilitation or processing payments

The Uquifa Group, in accordance with the anti-bribery provisions of the FCPA, prohibits payments to public officials, whether monetary payments or the provision of tangible or intangible items, to expedite or facilitate administrative procedures, obtain a licence or import permit, or perform a favour or service of any other kind for the benefit of Uquifa or any of the persons within the Group.

Exceptionally, where permitted by the local law of the country concerned and where it is considered standard practice locally, minor facilitation payments to expedite routine non-discretionary governmental functions are permitted but must always be properly authorised and documented.

Routine government actions include, for example:

- The issuance of permits, licenses or other documents that are necessary to do business in the country;
- The processing of government documents, such as visas and work permits;
- The provision of police protection, as well as the collection and delivery of mail;
- Arranging inspections related to the performance of contracts or inspections related to the transit of goods through a country; or
- The provision of telephone, energy, and water services, as well as the loading and unloading of goods or the protection of perishable goods against threat or danger of deterioration.

Routine government actions do not include acts where a government official has the power to:

- Decide on the allocation of a business;
- Decide on the continuance of a business; or
- Influence other persons to encourage them to allocate a business or the continuity of a business.

However, it is important to note that not all International Anti-Corruption Laws allow for facilitation payments. For this reason, employees and representatives of the Uquifa Group are prohibited from making facilitation or processing payments to employees or government officials, unless the circumstances of the case involve an imminent risk to the health, safety, or welfare of an employee of the Group, a member of his or her family or a work colleague. In the event of the above, the employee must make a good faith effort to obtain authorisation from the ECI Officer or Local Compliance Officer before making a facilitation or processing payment.

When any such payment is made, it must be reported immediately to a supervisor or the ECI Officer or Local Compliance Officer. He/she will investigate the circumstances of the payment. Even if a transaction meets the conditions required to qualify as a facilitation or processing payment, it is possible to violate the provisions of the International Anti-Corruption Laws if the payment is not properly recorded as such. This means that the accounting record must accurately and fairly reflect the amount, date and purpose of the payment, identify the recipient of the payment, and clearly indicate that the payment was a facilitation or processing payment.

3.6 Financial information

This Policy prohibits falsification of books and records and requires compliance with certain accounting provisions in accordance with the International Anti-Corruption Laws.

The purpose of the books and records provisions of the International Anti-Corruption Laws is to prevent companies from concealing bribes or improper payments or engaging in fraudulent accounting practices. The books and records provisions require the following:

- Maintain books, accounts and records that accurately reflect all transactions and disposals of cash in the company.
- Maintain an accounting system of internal control that can detect and prevent illicit payments to government officials;
- Conforming to generally accepted accounting principles or international financial reporting standards, as applicable; and
- Periodically compare recorded actions against existing assets in order to identify and address disparities.

The Group complies with accounting legislation and standards and ensures that the financial records and books of accounts give a true and fair view of the company's financial position.

The Group prohibits parallel accounting and fraudulent accounting records.



3.7 Donations and sponsorships

As a reflection of our commitment to the welfare of society, at Uquifa we make small monetary donations (voluntary contributions with no expectation of receiving any consideration) to foundations and non-profit organisations.

Occasionally, we may also carry out some sponsorship actions to promote the Group and generate a positive impact on its reputation and opinion in the market.

Our donations and sponsorship activities must always:

- Be transparent and duly authorised according to internal approval levels.
- Be accurately recorded in accounting records.
- Comply at all times with the law and not be a method used to covertly make a bribe or improper payment.

In the case of donations, we monitor to ensure that the funds are used by the beneficiaries for the purposes for which they were given and in no case are they used to receive undue commercial advantage or reward.

4. CONFLICTS OF INTEREST

4.1 Introduction

The Uquifa Group bases its consideration of conflict of interest on a broad approach comprising actual and potential conflict of interest. A conflict of interest shall be deemed to exist in those situations in which the obligations and responsibilities of a natural or legal person collide, directly or indirectly, with their private or own interests and/or with the interests of another natural or legal person, causing an influence on the exercise and development of the functions and attributions inherent to the activity and responsibilities with the consequence of obtaining an undue benefit, for oneself or for third parties, to the detriment of the Uquifa Group, and contrary to the ethical duties under the Code of Ethics and Conduct and the internal regulations of the Group and the legislation in force.

Likewise, corporate policies and procedures regulating processes in which conflicts of interest may arise are aligned with this Policy.

4.2 Objectives

The objectives of this Policy with regard to Conflicts of Interest are as follows:

- Regulation of the procedure for detecting situations of conflicts of interest and identification of the areas and processes that meet the conditions for their appearance.
- Design of a system of measures and action guidelines for the prevention, detection, management and registration of identified conflicts of interest.
- Establish a regulated procedure for reporting actual and potential conflicts of interest for their verification.
- Determine the consequences to be applied after confirmation of the materialisation of the reported conflict of interest.
- Maintain at all times a level of integrity that allows confidence in the judgement and actions of the professionals, executives and members of the Board of Directors of the Uquifa Group.

4.3 Action guidelines

The following are situations that could be considered as actual or potential conflicts of interest, which the persons concerned within the Group must endeavour to prevent or eliminate.

Recruitment decisions: The individual interests or relationships of an Affected Person of the Uquifa Group with a Closely Associated Person must not influence recruitment decisions. Generally, an Affected Person of the Uquifa Group may not participate in the decision to hire a closely associated person.

Reporting relationships: Affected Persons of the Uquifa Group may not be in a relationship of supervision, hierarchical subordination or direct or indirect control by closely associated persons.

Business relationships with third parties: these relationships must be established based on objective criteria (price, quality, resources, etc.) and must not be influenced or conditioned by personal relationships or interests of Uquifa Group employees. Therefore, if the employee is involved in a situation of this type, he/she must inform his/her hierarchical superior and stay out of the process of contracting the services/products of said third party. In any case, the internal procedures governing the selection and management of relations with suppliers must be complied with.

Financial interests of the collaborator: if the person concerned of the Uquifa Group has directly or indirectly (through closely related Persons) shares/shares or a financial interest in a company that could be a supplier of the Group, said person concerned shall refrain from negotiating and making decisions regarding the possible contracting of said supplier, in order not to place their personal financial interests before those of the Group.

Companies in the sector: those affected persons of the Uquifa Group who have a significant percentage of holdings or shares (either directly or indirectly through Closely Associated Persons) in companies or companies operating in those sectors in which the Group operates, when such percentage implies having the necessary capacity to make decisions or influence decision-making.

Public official: if an employee of the Uquifa Group is a public official, or holds a public office, or works as an advisor to any public body with regulatory, control or service contracting powers over the Uquifa Group, such employee must notify the Group for approval.

5. COMMUNICATION AND REGISTRATION









Any person who becomes aware of a possible breach of the Policy must report it through the Ethical Channel, following the procedure established in the Group's Ethics Channel Management Procedure.

The reports submitted will be handled confidentially and the identity of the sender will be always preserved. Likewise, the ECI Officer or Local Compliance Officer shall keep and update a record of the types of services or activities in which a case of corruption, bribery or conflict of interest has been detected and the degree of its impact on the interests of the affected persons.

This register shall be kept in electronic format for consultation by the members of the Uquifa Group for the purposes of risk prevention and management.

Likewise, on an annual basis, all affected persons of the Uquifa Group must sign a Declaration of Compliance with the Policy provided by the ECI Officer or Local Compliance Officer.

Finally, in coordination and collaboration with the Human Resources Department, the dissemination and training actions deemed necessary for the knowledge of this Policy shall be promoted.

<p style="text-align: center;">SPAIN, INDIA</p> <p style="text-align: center;">(and any country without a specific channel)</p>  <p> ccompliance@uquifa.com</p> <p> C/Mallorca 262 3rd floor, Barcelona 08008 at the attention to the Ethics, Compliance & Integrity Officer.</p>	<p style="text-align: center;">MEXICO</p> <p> eticaycumplimiento@uquifa.com.mx</p> <p> 777 3295011</p> <p> C/ 37 Este, 126, 62578 Jiutepec, México at the attention to Local Compliance Delegated.</p>
	<p style="text-align: center;">HUNGARY</p> <p> etikusviselkedes@soneas.com</p> <p> Illatos ut 33H-1097 Budapest, Hungary at the attention to Local Compliance Delegated.</p>

6. VALIDITY AND REVISION

The Policy enters into force at the time it is approved by the Group Managing Director of Uquifa Group. Each version of this Policy shall remain in force until it is repealed by a later version.

To ensure the effectiveness of this Policy, it will be biennially reviewed and updated by the Compliance Committee.

All material modifications made to this Policy must be submitted to the Group Managing Director of Uquifa Group for approval, except those of a minor nature or of mere development, which do not entail a substantial change in the Group's values and principles, as well as in its commitments in matters of Compliance, and in these cases approval by the Compliance Committee shall be sufficient. In any case, a modification shall be deemed to be material when it may have an impact on compliance with the provisions of the applicable regulations.

Approved by the Group Managing Director, dated 31st March 2023



Uquifa
Chemistry for a better life