



**ETHICS &  
COMPLIANCE**  
PROGRAM

## LETTER FROM THE CEO

At Galileo Technologies, we believe it is essential to act with integrity to strengthen our business and preserve the reputation we have built together. Each of us has the responsibility to do what is right, by respecting the law and valuing our customers, colleagues, business partners, suppliers, and the communities in which we operate. For this reason, ethics must remain the cornerstone on which we base all our business decisions.

The Galileo Technologies Code of Ethics and Conduct outlines the principles and values that define our culture and should guide us in our daily activities. I am convinced that this Code has been a decisive step for our Company, and I trust that it will continue to be a priority for all members of Galileo Technologies.

It is important to remember that we represent the Company through our daily actions in every place we work. My expectation is that this Code will serve as a compass to guide our actions and decisions, helping us to identify and correct behaviors that do not align with our principles.



Your suggestions, comments, and reports will always be valued, welcomed, and treated with confidentiality and seriousness, so I hope you feel comfortable sharing your ideas and observations.

The Compliance Officer, the Ethics Committee, and I share the responsibility for implementing and enforcing this Code. I invite you all to continue working together to build a positive and collaborative work environment, positioning us as an exemplary Company within our industry.

Sincerely,

  
Jesús Grande  
CEO



## MESSAGE FROM THE BOARD OF DIRECTORS

We introduce you to the Code of Ethics and Conduct of our Company. Our Code reflects our corporate values and guide us in our day-to-day actions and decisions and helps us find the best way to do business.

This Code of Ethics and Conduct reflects the views of all players that have actively participated in defining the values that represent our company. We are grateful for your day-to-day commitment to do the right thing and perform your work responsibly.

Let's work together to reinforce our business integrity and build trust with our clients and trading partners. Let's adopt and implement these values with great pride.

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# GLOSSARY

**Audit Committee:** refers to the permanent committee which advises the board of directors of Galileo Holdco 1 Ltd. and is in charge of supervising the internal financial accounting control processes and auditing the financial statements of the companies.

**Bribe/Bribery:** is an incentive or reward offered, promised or provided for the purpose of obtaining a commercial, contractual, regulatory or personal advantage.

**Code:** The Code of Ethics and Conduct of Galileo Group.

**Company/Galileo:** Galileo Holdco 1 Ltd.

**Company's Policies:** all Company's policies that (i) are in force at the time any analysis regarding the Policy is being made; (ii) had been in force at the time the event occurred despite the fact that at the time of its analysis it was no longer valid.

**Compliance Officer:** Person responsible for the Compliance department of the Company.

**Declaration of Interest Form:** it is the form that Employees must sign at certain times or in certain situations, as defined in point 4.1. of this Policy. The Declaration of Interest Form must be submitted on the following occasions: at the beginning of the employment relationship, annually, updated when a declared situation has changed and as a query whenever the Employee considers that a conflict of interest situation is occurring. The model of the Declaration of Interest Form is attached hereto as Annex 1.

**Donation:** consist in delivering goods or services without expecting anything in return. All donations require formalities in regards with the delivery and receipt processes.

**Employees:** All employees of the Company and its affiliates around the world, whether they work on a temporary or permanent basis, on a salary or fee remuneration and whatever their rank and hierarchy.

**Ethics Committee:** The Ethics Committee is responsible for receiving and analyzing complaints. The Committee shall also be responsible for administering and interpreting the Code of Ethics and Conduct and evaluating and resolving upon issues and/or behaviors that could constitute a flagrant or potential violation of the Code. The Ethics Committee will be composed of the Compliance Officer, the CFO or the CEO, as the case may be, and the Manager/Director of the Human Capital and Legal departments of the Company.

**Ethics Line:** A safe and independent confidential complaints communications channel that enables Employees and/or Third Parties to report situations and/or behaviors that could constitute a flagrant or potential violation of the Code.

**Ethics Line Administrator:** Price Waterhouse & Co. Asesores de Empresas S.R.L. (hereinafter PwC) is the independent entity responsible for receiving and reporting complaints to the Committee.

**FCPA:** Foreign Corrupt Practices Act of the United States.

# GLOSSARY

**Galileo Group:** the group of companies over which Galileo Holdco 1 Ltd holds a direct or indirect control.

**Gift:** any benefit, discount, hospitality or bonus (both goods and services) that is delivered or offered to / or by an Employee or Third Party of the Company in the exercise of their position or function.

**Gifts and Donations Form:** is the form that Employees must sign when they give or receive Gifts or Donations from a Third Party, as defined in point 6.1 of this Policy. The model of the Gifts and Donations Registration Form is attached hereto as Annex 1.

**Government Official:** Any person who serves as a Government Official or provides a public service at any level of government (be it national or local government) in a foreign country or in a public international organization. It covers all individuals holding a legislative, executive, administrative or judicial position, to which they access by way of an appointment or election (including election candidates), whether on a permanent or temporary basis, on a salary or fee remuneration, both in centralized and decentralized agencies in whatever form, self-regulating public agencies, businesses and any other entity in which the State or international public organization holds a full or majority equity interest or decision-making powers.

**Immediate Family Member:** spouse, father, mother, children, siblings and children, siblings and parents of the spouse.

**Integrity Program:** the set of policies that make up the Company's Integrity Program. Said Policies are: Code of Ethics and Conduct, Anti-Bribery and Corruption Policy, Conflicts of Interest Policy, Interaction with Government

Officials Policy, Gifts and Donations Policy, Non-Retaliation Policy, Rules and Procedures of the Ethics Committee, Ethics Line Protocol,

**Meetings with Government Officials Registration Form:** it is the form that Employees must sign when they hold meetings with Government Officials, as defined in point 4.8. of this Policy. The model of the Registration Form for Meetings with Government Officials is attached hereto as Annex 1.

**Political Contributions:** anything of value (including money, goods, or services) offered or provided in support of a candidate, a candidate list, or a political party.

**Public Sector:** All legislative, administrative, executive and judicial bodies, both local and international and at any of their levels (national, state, provincial, municipal or equivalent), centralized, decentralized in any of its forms, autarkic entities and companies and all other entities in which the State or an international organization has total or majority participation in the capital or in decision-making.

**Relevant Financial Interest:** any form of compensation that is sufficient to affect the judgment regarding decisionmaking on behalf of the Company. Examples of a financial interest may include: a substantial financial ownership, partnership, or investment interest; high fees or consulting fees; a position as owner, director, managing partner.

**Third Parties:** All persons, other than Employees, who act on behalf, in the interest or for the benefit of the Company, as agents, consultants, contractors, subcontractors, suppliers, distributors, sales representatives, etc.

**UKBA:** United Kingdom Bribery Act 2010.



# **01. Code of Ethics and Conduct**

# 1. Introduction

## 1.1. What is the Code of Ethics and Conduct?

The Code of Ethics and Conduct of Galileo Group (hereinafter, Galileo or the Company) sets out the general guidelines on how we must behave in our day-to-day professional activity according to the spirit and the principles of the Company.

In following the guidelines of our Code of Ethics and Conduct (hereinafter, the Code), we will be demonstrating the Company integrity culture. We all must be proud of doing business in an ethical and transparent manner.

**All members of the Company have the obligation to abide by the Code of Ethics and Conduct. Non-compliance with the guidelines established herein must be reported and will result in disciplinary measures.**

Each of us must know it and declare that we understand the scope of the Code, according to the declaration that is attached hereto as [Annex I](#).

## 1.2. Whom is this Code intended for?

This Code is intended for and must be observed by all employees of Galileo Group and its affiliates around the world, whether they work on a temporary or permanent basis, on a salary or fee remuneration and whatever their rank and hierarchy (hereinafter, "Employees").

This Code must also be observed by all persons, other than Employees, who act on behalf, in the interest or for the benefit of the Company, as agents, consultants, contractors, subcontractors, suppliers, distributors, sales representatives, etc. (hereinafter, the Third Parties).

## The Code allows us to:

- Understand what the Company expects from us.
- Comply with the policies and legal requirements applicable to our work.
- Get help and guidance if we have any questions or are faced with ethical dilemmas.

No matter the job or position we occupy, we all must do the right thing and follow the guidelines established herein.

The persons in authority will have a special responsibility as they are entrusted with important decision-making and deal with highly complex issues.

They are also the contacts Employees can talk to in order to ask for help and advice on ethical dilemmas and, most importantly, they must lead by example, by taking positive measures to encourage appropriate behaviors and compliance with legal requirements and those of our Code of Ethics.

The Code will be publicly available on the Company's website.

## 1.3. What is the purpose of the Code?

The Code offers us standards of behavior to guide us in our day-to-day activities.

**The Code is one of many tools we have to deal with the gray areas where the right ethical decision is not so clear.**

At the same time, the Code establishes guidelines that go beyond the legal requirements applicable to the Company. Therefore, if the Code sets forth a higher standard than law, we must follow the Code and make decisions according to how the Company does business.

The contents of the Code cannot anticipate and cover all possible situations that may arise in our workplace. This is why we have to ask the following questions if we are faced with an ethical dilemma, before making any decision:

## DOUBT AND CONSULTATIONS

In the Company we believe that honest and open talks about ethical dilemmas are the basis for promoting a culture of integrity and for avoiding making decisions that could affect the Company. For this

reason, we encourage all Employees and Third Parties to freely raise questions if they are in doubt.

By speaking up and raising doubt about ethical issues, we are

contributing to the business success. If you have questions about the scope of this Code, please contact your:

- Immediate superior
- Compliance Officer
- Ethics Committee

- The Legal Department
- Human Capital

Any of them will be ready to guide the Company Employees if they have doubt or consultations on ethical dilemmas.

- Is it legal?
- Is it in accordance with the Code?
- Am I following the Company's values?
- How the decision can affect the parties involved?
- Am I acting in the Company's best interests?
- Can I justify my decision?
- Will I rest easy if my decision gets public?
- Will it protect the Company's reputation?

If we answer any of these questions in the negative, we must ask for help and consult about the situation before making any decision.

## 2. The Company's values

**“As leaders in the introduction of all kinds of gas technologies, we want to demonstrate our ethical leadership in the industry”.**

We have been developing goods and services for more than thirty years to make production, transport and consumption of natural gas economically viable. Our unconventional solutions provide efficient energy around the world. Guided by business ethics as a basis for our business model, we give answers tailored to each of our customers' needs, by reducing operating costs or monetizing new sources of gas. With a clear objective, we help customers improve their competitiveness on an environmentally-friendly basis. But not at any cost.

## 3. Ethics Line

### 3.1. What is the Ethics Line?

Compliance with this Code contributes to business success. Only with the commitment of all Employees and Third Parties we will be able to demonstrate our ethical leadership in the industry.

In this respect, in the Company we have a reporting channel (hereinafter, the Ethics Line). This system enables reporting, among other issues, situations and/or behaviors that could actually or potentially violate the Code and we have access to it through the following channels:

- Website: [click here](#)
- E-mail address: [denuncias.galileo@pwc.com](mailto:denuncias.galileo@pwc.com)

**The Ethics Line channels for reporting non-compliance with the Code are available 24-7 throughout the year.**

### 3.2. Who administers the Ethics Line?

The Ethics Line is administered by an independent third party with broad experience in channeling and managing complaints. It allows anonymous reporting and respects the confidentiality of information.

It is important to report in a clear, concise and accurate manner, by providing as much information as possible about the fact and persons involved, and the pertinent evidence

**To serve our purpose, acting in accordance with our corporate ethical values is key**

#### HONESTY

We act honestly and sincerely every day.

#### RESPONSIBILITY

We take special care and attention to the work entrusted to us.

#### WORKING TOGETHER AS A TEAM

We encourage working together as a team to develop an efficient business model.

#### INTEGRITY

We act in compliance with laws and high ethical standards.

#### LOYALTY

We defend the interests, the assets and the information of the company.

#### GENDER EQUALITY

We work on elimination of gender gaps in the workplace.

#### RESPECT

We respect our Employees and understand that we all have the same rights and obligations.

#### SUSTAINABILITY

We encourage a sustainable business, taking care of society and the environment.

#### INNOVATION

We promote technological innovation and excellence in each of our operations.

to facilitate their analysis and investigation. We can opt to provide our personal data or to report anonymously. The strict confidentiality of information shall be protected in all cases. Let's report on non-compliance with the Code and help promote the Company integrity culture.

The Company does not tolerate retaliation. Any person who retaliates against somebody for reporting in good faith situations and/or behaviors that are not aligned with the Code will be faced with disciplinary measures, including dismissal.

If we submit a complaint, the Company will provide us with full support and will conduct an independent and appropriate investigation. If we experience or witness retaliation, we should report it on the Ethics Line and/or contact any of the following persons:

- Manager or supervisor.
- Compliance Officer.
- Human Capital Director.
- Legal Department Director.

It is important to take into account that, if our report involves an immediate superior, we must abstain from telling him/her about the situation. In those cases, we must report concerns on the Ethics Line or to any of the other persons mentioned above.

## 4. Ethics Committee

In the Company, we have an Ethics Committee (hereinafter, the Committee) which is responsible for securing compliance with the provisions of this Code.

The Committee is composed of the Compliance Officer, the CFO and the Manager/Director of Human Capital and the Legal Department.

The Committee exercises the following functions:

- Evaluation and resolution of issues reported on the Ethics Line and/or any other communications channel available which involve actual or potential non-compliance with the provisions of the Code;
- Interpretation of the Code and resolution of issues not specifically described in it;
- Promote the corporate integrity culture by making

recommendations for improvement and promoting the implementation and update of integrity policies. A quorum of the absolute majority of members will be needed and decisions will be taken by majority vote. Investigations of reported issues through the available channels shall be conducted by the Compliance Officer, except if they involve such Officer, a member of the Ethics Committee or of the senior management of the Company, in which case they will be conducted by an external and impartial third party.

## 5. Responsibility to our Employees

### 5.1. Diversity of our workforce and equal opportunities

Our business success depends on the fact that all Employees respect diversity and promote inclusion. In the Company, we are committed to providing a safe and respectful working environment.

Our Company provides equal opportunities, regardless of individuals' race, ethnicity, religion, gender, gender identity, age, national origin, disability, sexual orientation, marital status or any other legally protected feature or status. Although we all should take on this commitment, our managers and supervisors have a responsibility to guarantee fair and equal treatment and respect in the Company.

### 5.2. Harassment, intimidation and violence

Our Company is committed to providing a safe working environment free of abusive or violent behaviors, and respect for all Employees' dignity. We do not tolerate harassment, intimidation or violence, and we care for our physical, psychological, sexual, economic and financial integrity. Eradication of violence requires commitment from all of us. For this reason, in the Company we ensure a workplace free of violence, which we expect to replicate in society at large.

**All forms of harassment, intimidation or violence are totally unacceptable. If we come across with any of these behaviors, we speak up and report on the Ethics Line.**

**If in doubt, we can consult our manager, supervisor or the Compliance Officer. the Company does not tolerate retaliation for reporting concerns or submitting complaints in good faith.**

### 5.3. Health and safety at work

Working conditions in the Company protect our health and safety at work. Irrespective of where we work, we all must

comply with safety standards and regulations applicable to our work, and with those relating to the handling of hazardous waste and the work with machinery and tools. At the same time, we must avoid all behaviors that could endanger our own and the rest of Employees' and Third Parties' health and safety. To perform tasks in an organized, orderly, clean and safe manner, the Company uses the 5S method, a strategic tool that forms part of the integrated management system whose goal is to create an efficient and productive work environment.

#### 5.4. Workplace alcohol and drugs policy

In the Company we consider that consumption of alcohol or drugs prescribed by doctors if used in the wrong way, or of illegal drugs during hours of work, is unacceptable behavior, harmful to Company Employees and related Third Parties. To care for our working environment, we commit ourselves to maintaining it free of alcohol and drugs and to protecting our safety and integrity.

For further information, please consult the Workplace Alcohol and Drugs Policy of the Company.

## 6. Responsibility to the Company

### 6.1. Prevention of conflicts of interest

Our working decisions must always be in the Company's best interests, but not in our personal interests. This means that we all must avoid situations in which our personal interests conflict with the Company's interests. This also means that we must not use our position at the Company to obtain an advantage or benefit for ourselves or for friends or close relatives.

If we have suspicions that we are faced with a situation

#### Examples of possible conflicts of interest:

- A position, participation or financial interest in any organization that is a competitor, a client, a supplier or other partner of the Company;
- Holding an interest in a transaction in which we know that the Company is or may be interested;
- Providing services to other companies in the industry or engaged in activities that could directly or indirectly compete with those of the Company.

that could involve a conflict of interest, it will be essential to suspend the activity being carried out and immediately report this situation to our immediate superior, the Compliance Officer, the Manager or supervisor, or the Directors of Human Capital or the Legal Department. If in doubt, please consult and ask for advice before taking any decision.

In our Conflicts of Interest Policy we can find further information on what a conflict of interest is, when it occurs, and how to manage those conflicts.

### 6.2. Gifts

The exchange of gifts can sometimes influence or at least apparently seek to improperly influence decision-making. With a few exceptions, we can accept or offer gifts if they meet certain criteria, e.g. their value (gifts must be for an amount of less than USD 100), their frequency (occasional but not frequent gifts), opportunity (they must not be accepted or delivered at certain moments of the business relationship) and form (no cash or cash equivalents).

#### Gifts to Government Officials

Gifts to Government Officials to influence and obtain any kind of advantage are forbidden by public ethical standards in most of the countries.

For further information on this point, we can consult the Gifts and Donations Policy.

### 6.3. Anti-bribery and corruption

The Company is firmly committed to not tolerating bribery and corruption; we seek to act fairly, professionally and with integrity in all our business relationships, in all places where we operate, by implementing and applying effective systems to combat illegal practices.

We have the utmost respect for all applicable anti-corruption laws in all jurisdictions where we operate, and we make our best efforts to prevent corruption, by implementing adequate measures according to the risks attaching to the industry, the business and the Company's own risks.

We must not accept or offer bribes; in addition, we must take special care when we interact with Government Officials.

For further information on this point, we can consult the Anti-bribery and Corruption Policy and the Interaction with Government Officials Policy.

**If we commit crimes of corruption, not only may we be sentenced to imprisonment, but the Company may also be held criminally liable as a consequence of our acts (heavy fines or**

**other sanctions might be imposed on the Company). Furthermore, the Company may be held liable for acts of bribery and corruption committed by Third Parties. We all should help prevent corruption by getting informed about applicable anti-corruption laws and disseminating this information among our Third Parties.**

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#### **6.4. Anti-money laundering and anti-terrorist financing**

In addition to compliance with anti-corruption laws, it is very important to comply with the anti-money laundering and anti-terrorist financing laws in force in the different countries where the Company does business. Any suspicion of money laundering or possible terrorist acts must be reported. In the Company we only establish business relationships with partners that have a good reputation, engage in legal business activities and obtain funds from legitimate sources. For this reason, we all must take into account current laws and regulations when selecting our trading partners to be able to identify any indication of illegal activities, and take the necessary measures to prevent the inadvertent use of the Company's business activities for such purposes.

#### **6.5. Relationship with Third Parties**

When we work with Third Parties (suppliers, contractors, subcontractors, consultants, trading partners, representatives or agents, etc.), we have the obligation to make sure that they act ethically, observing current regulations and the Company's business integrity policies. This is important because in accordance with anti-corruption laws, our Company might be held accountable for Third Party acts. To avoid this, it is our responsibility to let them know about the Company's values, policies and modus operandi.

**We have the obligation to make sure that the Third Parties know the corporate ethical values of the Company and that their acts do not damage our Company's reputation.**

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Contracts made by the Company consider the business integrity and reputation of Third Parties and their selection is based on objective, technical, professional, price-quality ratio and other criteria and conditions.

In the Company, we give no special or preferential treatment nor do we directly or indirectly offer privileges during the contracting processes and execution of contracts. Our relationship with Third Parties is based upon mutual respect, objectivity and honesty.

#### **6.6. Compliance with standards, laws and regulations**

All Employees are committed to faithful and respectful compliance with all legal obligations to which the Company

is subject, be they municipal, provincial, national and/or international. Each of us must behave pursuant to local laws and custom, provided that they are not contrary to the corporate ethical values and/or principles of the Company. Also, it is important to take all necessary steps to make sure that the Company is not directly or indirectly held liable for non-compliance with applicable legislation. Therefore, none of us must get involved with Third Parties in the violation of laws.

#### **6.7. Books and records provision**

As part of our work at the Company, it is our responsibility to keep complete and accurate financial records and adequate internal controls that justify payments to third parties. We must keep records in reasonable detail, accurately and fairly reflect any transaction involving expenses incurred on our behalf, in addition to the reasons or justifications for those expenses, and all contracts, invoices and receipts relating to the purchase of goods and services. False or misleading accounting that hide the source or nature of the expenses or purchases made are prohibited.

**To secure the integrity of the Company's accounting practices, it is important that Employees stay in close contact with the Legal and Accounting departments and with the Compliance Officer, as well as with the Company's independent auditors or supervisory government agencies.**

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For further information, we can consult the Anti-bribery and Corruption Policy.

#### **6.8. Control environment**

All Company Employees, in the exercise of their respective functions, are responsible for the definition and proper operation of internal controls.

Internal controls are all those useful or necessary tools to carry out, administer and verify the activities inside the Company. The purpose of internal controls is to ensure compliance with corporate rules and procedures, efficiently administer operations and provide complete and accurate accounting information.

Responsibility for the implementation of an efficient internal control system lies with all Company levels.

#### **6.9. Compete fairly**

We want to work in an industry where commercial practices are characterized by a good reputation, such that they build client trust. This is why we comply with fair competition laws applicable in each of the countries where we operate. We reject manipulation of the market, such as agreements with competitors to set or fix prices. We neither spy our competitors nor trade on their confidential information. All such practices may give rise to the imposition of criminal sanctions, so it is

essential to know current laws and regulations full well and consult if in doubt before taking any business decision that could affect the Company.

**Although we all must comply with fair competition laws, special attention should be given by Employees who engage in marketing, purchase and sale activities, or those who are in close contact with competitors; they must be familiar with applicable laws and, if in doubt, they must contact the Compliance Officer to receive training and/or advice.**

#### 6.10. Confidentiality of information

Many of us have access to Company's confidential information to perform our work every day and we have the obligation to protect it. Any information not publicly disclosed must be protected and stored in a safe place, be it information on the Company, our Employees, clients or trading partners. We may not share information with our family, friends, colleagues or any person who is not authorized to receive such information for commercial purposes, and we will continue to have this obligation even after termination of our employment relationship with the Company.

It is illegal to buy or sell securities of any company, including the Company's securities, based on insider information. It is also illegal to disclose insider information to third parties or to make recommendations to buy or sell shares to third parties based on such information. Any questions or queries regarding your ability to buy or sell securities should be directed to the Compliance Officer.

**Some examples of confidential information are: any information relating to methods and procedures necessary for the development, engineering, manufacture, installation, commercialization, administration, and technical and mechanical service of Company's equipment (including, but not limited to, Gas compression and/or regulation and/or transport equipment), in all their different applications and models, now existing or that may be developed hereafter. Other examples relate to non-public financial results, strategic business plans, planned mergers or acquisitions, analyses**

**of negotiations and selection of suppliers, negotiations of new contracts, litigation and other judicial proceedings, personal information on clients and Employees, technical know-how of products, among others.**

Finally, it is important to highlight the adherence to the guidelines of this Code in the use of social media. Any interaction on social media could be seen by a colleague, supervisor, partner, supplier, competitor, investor, and current or potential customer. Consequently, we encourage a responsible use of social media - whether from company accounts or personal ones - with the primary goal of not to publish information (confidential or not) that could damage the reputation of Galileo or infringe the rights of our collaborators and local and international regulations.

#### 6.11. Intellectual property

In the Company we develop innovative products and services for the market, therefore we respect the importance of the Company's intellectual property rights. This includes patents, trade secrets, copyright, among others, whose license is exclusively owned by the Company.

This means that, if during the course of our work we develop any invention relating to the Company business, we must inform it immediately, including all details, drawings and models (if applicable), plans, design, prototypes (and other applicable data), of that invention. Furthermore, we must maintain the confidentiality of other Employees' inventions and of any information regarding them, unless the Company has given its consent in writing.

In this respect, all rights, titles and interests in Employees' inventions (including any and all intellectual and industrial property rights and all materials) shall be granted to the Company. We must bear in mind that any violation of these rules shall be considered a serious offense.

#### 6.12. Use of Company's resources

We all must take care of the assets that the Company provides us with to be able to perform our work. This means that we must be careful for possible losses and protect them against theft.

At the same time, it is important to use the assets solely for labor purposes, avoiding and restricting their personal use. Facilitating their use by unauthorized third parties and withdrawing them from the Company without prior authorization is forbidden.

We, Employees, recognize that we may make use of information, systems and, particularly, Internet services according to the Company's needs and not for personal purposes, and that there will be no expectation for privacy of the information to be generated and/or transmitted using the networks and tools provided by the Company. The Company reserves the right to monitor and disclose the use of any asset, including electronic resources, as the information produced and stored on the Company's systems is the property of the Company.

### 6.13. Relationships with shareholders

Employees' relationships with shareholders are aimed at protecting their financial interests and obtaining the best return on their investment. The Company and its Employees make available to our shareholders the business information necessary to make the best decisions. All Employees have a firm commitment to act transparently in the shareholders' best interests.

## 7. Responsibility to the community and the environment

### 7.1. Promotion of human rights

Our Company is committed to the respect for and promotion of human rights, and recognizes its responsibility to observe compliance with those rights while performing its global activities. To that end, the Company controls compliance with the provisions of the Universal Declaration of Human Rights, International Labor Organization (ILO) Conventions, ILO Convention on the Worst Forms of Child Labor, Convention concerning Elimination of all Forms of Discrimination against Women, United Nations Guiding Principles on Business and Human Rights, among other international guidelines. In the Company, we are committed to promoting a working environment free of discrimination or disrespectful behavior that is contrary to fundamental human rights.

### 7.2. Environmental protection

In the Company, we are committed to supply of goods and services with the best environmental quality. With our commitment, we managed to ease the energy supply shortage, providing cities with electricity and clean fuels. We all must work to promote sustainability, which forms part of the Company's values. We have to maintain our best efforts to reduce the environmental impact of our operations and of those of our customers to help achieve a positive impact for future generations and for our planet.

## 8. Non-compliance

All Employees and Third Parties must read and make sure that they have understood and will comply with this Code.

Any situation, although apparently unimportant, which could be in violation of the Code or of any of the Company's Policies, must be reported immediately.

Any Employee who violates this Code will be held liable to disciplinary measures, including dismissal for having committed a serious offense. The business relationship with Company's Third Parties may also be terminated if it is a violation of this Policy.

## 9. Consultations and complaints

It is very important for the Company to immediately report concerns about any issue or suspicion of irregular behaviors contrary to the provisions of this Code, following the procedure outlined in the Ethics Line Protocol.

If you have any questions or doubt about a possible act contrary to the ethical guidelines of the Company, you should report it to the Compliance Officer.

Employees must act responsibly and report in good faith any concern or suspicion of violation of this policy through the following channels:

- Website: [click here](#)
- E-mail address: [denuncias.galileo@pwc.com](mailto:denuncias.galileo@pwc.com)
- Directly to the Compliance Officer
- Directly to the Ethics Committee

## 10. Non-Retaliation

The Company does not tolerate retaliation and is committed to guaranteeing that nobody will be mistreated for refusing to participate in acts of bribery or corruption or for reporting in good faith suspicions of bribery or any other crime of corruption. Unfavorable treatment includes dismissal, disciplinary measures, threats or otherwise in retaliation for the concerns expressed.

Upon submission of a complaint, the Company will provide full support and will conduct an independent and appropriate investigation. In case of retaliation, please contact the Compliance Officer immediately. If the issue is not resolved, a complaint may be submitted on the Ethics Line.

## 11. Training and Communication

New staff will receive induction training courses on the Code and related Policies. Furthermore, all current Company Employees will receive specific training on how to implement and adhere to the Code and related Policies.

The Company neither tolerates bribery and corruption nor any other act that is not aligned with the provisions of this Code, and this must be communicated to all Third Parties from the very beginning of the business relationship.



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## 12. Responsibilities

It is the Board of Directors' responsibility to guarantee that this Policy complies and ensures compliance with applicable legal and ethical obligations by all Employees and Third Parties.

El Policy: This Teva Anti-Corruption Policy. The Ethics Committee is responsible, among other issues, for: (i) promoting a culture of integrity at the Company; (ii) imposing the appropriate sanctions in the event of non-compliance with the provisions of the Code and the different policies; and (iii) supervising the administration, execution and compliance with this Policy at all Company levels.

The Compliance Officer has primary responsibility to implement this Code and control its effectiveness and compliance every day, in addition to addressing any question about its interpretation.

All Employees are responsible for the success of this Code and for the prevention of improper conduct.

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## 13. Validity period and updates

This Code has been in full force and effect, in its original version, since May 1, 2021. Its content may be subject to future amendments or updates to adapt it to the changes in the working environment and to the business risks. Any substantial amendment to the Code must be approved by the Board of Directors.

# ANNEX I – ADHERENCE TO THE CODE OF ETHICS AND CONDUCT

[COMPLETE WITH NAME AND SURNAME] \_\_\_\_\_,  
D.N.I. No. \_\_\_\_\_, I hereby declare that I have received and read the Code of Ethics and Conduct of  
the Company and complementary Policies.

- Workplace Alcohol and Drugs Policy
- Conflicts of Interest Policy
- Interaction with Government Officials Policy
- Gifts and Donations Policy
- Non-Retaliation Policy
- Anti-bribery and Corruption Policy
- Ethics Line Protocol
- Rules and Procedures of the Ethics Committee

I undertake to comply and ensure compliance with all of the values, principles and obligations contained  
in the Code.

-----  
Signature

-----  
Name

-----  
Date and place

02.

# **Non-Retaliation Policy**

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## 1. Purpose:

The purpose of this Policy is to protect Company Employees and Third Parties from retaliation against them, who in good faith express concerns for ethical matters, report an improper activity or suspicion that improper acts have been committed.

The Company encourages people to raise sincere and legitimate concerns about compliance with current regulations and Company Policies. People concerned about this issue must feel free to report it without fear and be sure that they will not be subject to retaliation affecting employment conditions, working relationships, professional staff grade or career perspectives if they cooperate and help by reporting suspicions of improper acts. Consequently, the Company does not tolerate retaliation against its Employees and Third Parties.

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## 2. Scope

### 2.1. Whom is this policy intended for?

This Policy is intended for and must be observed by all employees of the Company and its affiliates around the world, whether they work on a temporary or permanent basis, on a salary or fee remuneration and whatever their rank and hierarchy (hereinafter, "Employees").

This Policy shall also be observed by all persons who, other than Employees, act on behalf, in the interest or to the benefit of the Company, as agents, consultants, contractors, subcontractors, suppliers, distributors, sales representatives, etc. (hereinafter, the Third Parties).

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## 3. Obligation to report

All persons working for the Company have the obligation to report in good faith if they have reasons for suspecting that improper acts, fraud, theft or loss of property, misuse of resources or other similar acts have been committed which could damage the Company's image or credibility.

In the exercise of such responsibility, people must feel that they can submit information freely and without reservation; that their identity and the information they provide will be kept confidential and will only be disclosed if necessary; and that they will be protected by the Company.

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## 4. Non-retaliation

The basic premise of this Policy is that retaliation is unacceptable in the Company, in whatever circumstance,

and that Employees have the right to be protected and should not face negative consequences for having reported unethical conduct or acts or behaviors that could be detrimental to the Company.

Whoever retaliates against somebody for having expressed concerns in good faith shall be punished with disciplinary measures, including dismissal.

Therefore, if we submit a complaint, the Company will provide us with full support and will conduct an independent and appropriate investigation. Moreover, the procedures established by the Company for the submission of complaints will enable people to do it anonymously and with absolute confidentiality.

In accordance with this Policy, it is expressly forbidden for all individuals working for the Company to take retaliation against someone who reports allegedly improper acts in good faith or cooperates with an investigation or audit.

Whoever submits a complaint in good faith will be protected against retaliation although their allegations are unfounded or not duly proved. If a complaint is intentionally false or deceitful or it has been made in bad faith or fraudulently, the pertinent disciplinary measures shall be adopted against the person who has submitted it. Moreover, whoever provides information may be punished with disciplinary measures if found guilty of misconduct or has committed improper acts.

---

## 5. Non-compliance

All Employees and Third Parties must read and make sure that they have understood and will comply with this Policy.

Any situation, although apparently unimportant, which could be in violation of the Integrity Program or of any of the Company's Policies, must be reported immediately.

Any Employee who is in violation of this Policy may face disciplinary measures, including dismissal, for having committed a serious offense. The business relationship with Company's Third Parties may also be terminated if it is a violation of this Policy.

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## 6. Consultations and Complaints

It is very important for the Company to duly address and report all concerns about this Policy.

If you have any question or doubt about the interpretation of this Policy, please contact our Compliance Officer.

In case of concerns about or suspicions of violation of this Policy, Employees shall act responsibly and in good faith, by reporting the issue in accordance with the Ethics Line Protocol through the following channels:

- Website: [click here](#)
- E-mail address: [denuncias.galileo@pwc.com](mailto:denuncias.galileo@pwc.com)

- Directly to the Compliance Officer
- Directly to the Ethics Committee

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## 7. Training and Communication

New staff will receive induction training courses on this Policy. Furthermore, all current Employees will receive specific training on how to implement this Policy.

Finally, this Policy must be communicated to all Third Parties from the very beginning and throughout the business relationship.

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## 8. Responsibilities

It is the Board of Directors' responsibility to guarantee that this Protocol complies and secures compliance with the applicable legal and ethical obligations by all Employees and Third Parties. The Ethics Committee is responsible, among other issues, for: (i) promoting culture and integrity at the Company; (ii) imposing the appropriate penalties in the event of non-compliance with the provisions of the Code and the different policies; and (iii) supervising the administration, execution and compliance with this Policy at all Company's levels.

The Compliance Officer has primary responsibility to implement this Policy and control its effectiveness and compliance every day, as well as to address any question about its interpretation.

All Employees are responsible for the success of this Policy and for the prevention of improper conduct.

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## 9. Validity period and updates

This policy has been in full force and effect, in its original version, since May 1, 2021. The provisions of this Policy will be subject to periodical reviews which will evaluate its effectiveness and will be taken as a basis for the implementation of improvements, where necessary.

## **03. Conflicts of Interest Policy**

## 1. Purpose:

Galileo Group (hereinafter, Galileo, or the Company) is committed to carry out business in accordance with the highest ethical standards, acting professionally, responsibly and in compliance with applicable laws and regulations. Our working decisions must always be in the best interests of the Company, but not in our personal interests. This means that all of us must avoid situations in which our personal interests conflict with the Company's interests. Conflicts of interest are usual situations inherent in human relations and, therefore, in business relations. This reality requires the adoption of measures to manage these conflicts and thus prevent misconduct and improper behaviors that could damage the Company's image and reputation. To that end, the Company has prepared this Policy whereby its employees will know what is a conflict of interest, how to manage it and where to resort to in case of doubt.

## 2. Scope

### 2.1. Whom is this policy intended for?

This Policy is intended for and must be observed by all employees of the Company and its affiliates around the world, whether they work on a temporary or permanent basis, on a salary or fee remuneration and whatever their rank and hierarchy (hereinafter, "Employees").

This Policy shall also be observed by all persons, other than Employees, who act on behalf, in the interest or for the benefit of the Company, as agents, distributors, sales representatives, consultants, contractors, subcontractors, suppliers, etc. (hereinafter, the Third Parties).

## 3. Conflicts of interest

### 3.1. Definitions

There is a conflict of interest when the interests of an Employee conflict with those of the Company. This can happen when an Employee has the possibility of making his/her own interests prevail over the Company's interests or such personal interests could improperly influence his/her business criteria, decisions or actions.

The purpose of identifying and declaring conflicts of interest is to avoid improper conduct on the part of the Company's Employees; for this reason, the Company has established different ways of managing situations that pose a risk for the correct operation of the Company and, especially, the objectivity of its Employees.

It should be noted that a conflict of interest will exist although the Employee has not obtained a benefit or his/her decisions have not been actually influenced by interests

other than the Company's interests. This is because the conflicts of interest are preventive and objective concepts which do not judge the Employees' intent. It could also happen that, in the absence of a conflict of interest, there is a general perception that the objectivity of an Employee's decisions is affected; in this case an apparent conflict would exist and its management is equally necessary. Below are examples of situations that qualify as conflicts of interest:

### Situations

- An Employee holds a position in an organization that is a competitor, customer or supplier of the Company.
- An Employee has Relevant Financial Interests in an organization that is a customer or supplier of the Company.
- An Employee has an Immediate Family Member who works in an organization that is a customer or supplier of the Company.

### 3.2. Expected conduct

If any Employee warns or has any suspicion of the existence of a conflict of interest, he/she must suspend the activity being carried out and report this situation to his/her immediate superior, the Compliance Officer or the Manager or Supervisor so that they may define whether a conflict of interest really exists and if so, what is the best way to manage it.

It is important to highlight that the Employees must abstain from participating in the decision-making process about any matter in which they have an interest that could improperly influence their objectivity.

### For example, Employees shall abstain from participating and shall communicate any of the following situations:

- If they or any member of their Immediate Family Member hold Financial Interests in a supplier, customer or competitor of the Company;
- If a company owned by the Employee or by individuals with whom he/she has a close relationship (family, friends or trading partners) provides services to the Company or is planning a transaction or negotiating with the Company;
- If an Immediate Family Member of an Employee's immediate family has applied for a job at the Company and the Employee is involved in the decision-making process in relation to the application for the job;

**Other situations of conflicts of interest are managed by prohibiting certain conducts that involve a higher risk. Within that framework and in general terms, this Policy prohibits all actions or decisions that conflict with the Company's business and goals. Therefore, the Company's Employees may not:**

- simultaneously work at the Company and in an organization that is a competitor, customer or supplier of the Company.
- Use its position in the Company to obtain personal benefits or do favors for Third Parties;
- Simultaneously hold a public office role with powers over the Company or its business activity.

The guidelines set out in the Gifts and Donations Policy must be followed in relation to receiving or offering gifts or any other type of benefit.

## 4. Procedure

### 4.1. Declaration of interests

To be able to manage conflicts of interest of its Employees correctly, the Company must have as much information as possible concerning its closest relationships and interests. In this regard, the Company's Employees must complete a sworn "Declaration of Interests" ([Annex I](#)) and send it to their immediate superior and to the Compliance Officer, whom they may consult to make sure that they are filling in each field correctly and providing as much accurate information as possible.

**The "Declaration of Interest" form must be submitted on three occasions:**

- When joining the Company (Initial).  
All new Employees shall submit an Initial Declaration of Interests within five (5) business days following the date of joining the Company;
- Once a year (Annual).
- If in doubt, the Employee may consult about a possible conflict of interest (Consultation).

All declarations submitted by each Employee will be archived in their personal folders.

### 4.2. Analysis and recommendation by the Compliance Officer

The Compliance Officer will analyze the declared information and inform the Ethics Committee of the said conflict of interest. The Ethics Committee will make such recommendations as it may deem necessary to manage the conflicts of interest reported by the Employee correctly. If the declaration of interests does not materially affect the team where the Employee works, the Compliance Officer may coordinate the Ethics Committee's recommendations with the Employee's immediate superior and, if necessary, request more information from the Employee.

Once the necessary information has been collected to resolve the issue, the Ethics Committee will make the pertinent recommendations in writing and notify the Employee and his/her immediate superior of them. These recommendations will be archived in the personal folder of the Employee.

Employees who have reported conflicts of interest shall abstain from making any decision while the recommendations are being prepared; the lack of reply from the Ethics Committee and/or the Compliance Officer shall never be understood as a validation of the said declaration of interests.

## 5. Non-compliance

All Employees and Third Parties must read and make sure that they have understood and will comply with this Policy. Any situation, although apparently unimportant, which could be in violation of the Code or of any of the Company's Policies, must be reported immediately.

Any Employee who is in violation of this Policy may face disciplinary measures, including dismissal, for having committed a serious offense. The business relationship with Company's Third Parties may also be terminated if it is a violation of this Policy.

## 6. Consultations and Complaints

It is very important for the Company to duly address and report all concerns about this Policy.

If you have any question or doubt about the interpretation of this Policy, please contact our Compliance Officer.

In case of concerns or suspicions of violation of this Policy, the Employees shall act responsibly and in good faith, by reporting the issue in accordance with the Ethical Line Protocol through the following channels:

- Website: [click here](#)
- E-mail address: [denuncias.galileo@pwc.com](mailto:denuncias.galileo@pwc.com)
- Directly to the Compliance Officer
- Directly to the Ethics Committee

## 7. Non-Retaliation

The Company does not tolerate retaliation and is committed to guaranteeing that nobody will be mistreated for having reported in good faith on any suspicion of noncompliance with the Company's Code or Policies. Unfavorable treatment includes dismissal, disciplinary measures, threats or otherwise in retaliation for the concerns expressed.

Upon submission of a complaint, the Company will provide full support and will conduct an independent and appropriate investigation. In case of retaliation, please contact our Compliance Officer immediately. If the issue is not resolved, a complaint may be submitted on the Ethics Line.



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## 8. Training and Communication

New staff will receive induction training courses on this Policy.

Furthermore, all current Employees will receive specific training on how to implement this Policy and submit their initial Declaration of Interests.

Finally, this Policy must be communicated to all Third Parties from the very beginning and throughout the business relationship with the Third Party.

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## 9. Responsibilities

It is the Board of Directors' responsibility to guarantee that this Policy complies and secures compliance with the applicable legal and ethical obligations by all Employees and Third Parties.

Policy : The Ethics Committee is responsible, among other issues, for: (i) promoting culture and integrity at the Company; (ii) imposing the appropriate penalties in the event of non-compliance with the provisions of the Code and the different policies; and (iii) supervising the administration, execution and compliance with this Policy at all Company's levels.

It is the Compliance Officer's primary and daily responsibility to implement this Policy and control its effectiveness and compliance, in addition to addressing any question about its interpretation.

All Employees are responsible for the success of this Policy and for the prevention of improper conduct through a correct conflict management and disclosure of their interests.

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## 10. Validity period and updates

This policy has been in full force and effect, in its original version, since May 1, 2021. The provisions of this Policy will be subject to periodical reviews which will evaluate its effectiveness and will be taken as a basis for the implementation of improvements, where necessary. All the Company's Employees shall submit an Initial Declaration of interests within thirty (30) business days following the entry into force of this Policy.

# ANNEX I – DECLARATION OF INTERESTS

The situations of conflicts of interest occur frequently and do not necessarily damage the Company. However, to avoid making decisions that could be influenced by personal interests other than the Company's interests, the Company's Employees must identify situations of conflicts of interest in accordance with the provisions of the Code of Ethics

and Conduct and of the Conflicts of Interest Policy of the Company and report them immediately. This form shall be submitted on three occasions:

- When joining the Company (Initial)
- Once a year (Annual).
- If in doubt, the Employee may consult about a possible conflict of interest (Consultation).

## Employee personal data

Name and surname \_\_\_\_\_  
 Position \_\_\_\_\_  
 Sector \_\_\_\_\_  
 Superior director \_\_\_\_\_

## Please indicate the type of Declaration of Interests that may apply

Initial  Annual  Consultation

Describe the situation to be declared in detail, as much as possible:

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Irrespective of your answer to the preceding question, please answer the following:

### 1. Do you or any member of your immediate family have any relationship with any of the Company's Employees?

Yes  No

If yes, please fill in the following fields, as applicable:

#### 1.1. Who has such relationship?

You  Father/mother  Brother/sister  Spouse   
 Son/daughter  Spouse's father/mother  Spouse's brother/sister  Spouse's son/daughter

Name of family member \_\_\_\_\_

Name of Employee \_\_\_\_\_

Area \_\_\_\_\_

Position \_\_\_\_\_

### 1.2. Who has such relationship?

You  Father/mother  Brother/sister  Spouse

Son/daughter  Spouse's father/mother  Spouse's brother/sister  Spouse's son/daughter

Name of family member \_\_\_\_\_

Name of Employee \_\_\_\_\_

Area \_\_\_\_\_

Position \_\_\_\_\_

### 2. Do you or any member of your immediate family have any relationship with any Government Official from an organization with which the Company interacts?

Yes  No

If yes, please fill in the following fields:

#### 2.1. Who has such relationship?

You  Father/mother  Brother/sister  Spouse

Son/daughter  Spouse's father/mother  Spouse's brother/sister  Spouse's son/daughter

Name of family member \_\_\_\_\_

Type of relationship with the Government Official \_\_\_\_\_

Full name of the Government Official \_\_\_\_\_

Public agency \_\_\_\_\_

Position \_\_\_\_\_

#### 2.2. Who has such relationship?

You  Father/mother  Brother/sister  Spouse

Son/daughter  Spouse's father/mother  Spouse's brother/sister  Spouse's son/daughter

Name of family member \_\_\_\_\_

Type of relationship with the Government Official \_\_\_\_\_

Full name of the Government Official \_\_\_\_\_

Public agency \_\_\_\_\_

Position \_\_\_\_\_

### 3. Do you or any member of your immediate family have any relevant financial interests in an organization that is related to the Company as supplier, contractor, customer or competitor?

Yes  No

If yes, please fill in the following fields:

#### 3.1. Who has such relationship?

You  Father/mother  Brother/sister  Spouse

Son/daughter  Spouse's father/mother  Spouse's brother/sister  Spouse's son/daughter

Name of family member \_\_\_\_\_

Company name and Taxpayer ID (CUIT) \_\_\_\_\_

Type of interest \_\_\_\_\_

Relationship between the organization and the Company \_\_\_\_\_

### 3.2. Who has such relationship?

You  Father/mother  Brother/sister  Spouse

Son/daughter  Spouse's father/mother  Spouse's brother/sister  Spouse's son/daughter

Name of family member \_\_\_\_\_

Company name and Taxpayer ID (CUIT) \_\_\_\_\_

Type of interest \_\_\_\_\_

Relationship between the organization and the Company \_\_\_\_\_

### 4. Are you simultaneously working for any supplier, contractor, customer or competitor of the Company?

Yes  No

If yes, please fill in the following fields:

Company name and Taxpayer ID (CUIT) \_\_\_\_\_

Type and term of contract \_\_\_\_\_

Relationship between the organization and the Company \_\_\_\_\_

### 5. Are you working in the public sector at the same time?

Yes  No

If yes, please fill in the following fields:

Public agency \_\_\_\_\_

Type and term of contract \_\_\_\_\_

Position / duty \_\_\_\_\_

Date \_\_\_\_\_

Signature \_\_\_\_\_

# 04. **Anti-bribery and corruption policy**

## 1. Purpose:

As established by the Code of Ethics and Conduct, the Company has a firm commitment to zero tolerance to bribery and corruption in whatever form. Within that framework, this Policy is aimed at setting guidelines so that all Company Employees and Third Parties may do business in an ethical and honest manner, acting professionally and with integrity in all business relations and in all places where the Company operates.

The Policy defines the responsibilities of all Employees and Third Parties for the prevention of bribery and corruption, and provides information and guidance as to how to recognize and address this type of offenses and other irregularities.

## 2. Scope

### 2.1. Whom is this policy intended for?

This Policy is intended for and must be observed by all employees of the Company and its affiliates around the world, whether they work on a temporary or permanent basis, on a salary or fee remuneration and whatever their rank and hierarchy (hereinafter, "Employees").

This Policy shall also be observed by all persons, other than Employees, who act on behalf, in the interest or for the benefit of the Company, as agents, consultants, contractors, subcontractors, suppliers, distributors, sales representatives, etc. (hereinafter, the Third Parties).

**Beyond the general scope of this Policy, some Employees and Third Parties shall pay special attention to the provisions outlined herein:**

- Those that directly interact with Government Officials, for example, those engaged in cross-border transactions with customs officials, or those that interact with Government Officials in relation to permits or authorizations;
- Those that enter into contracts and/or interact with Third Parties acting on behalf of the Company and those that interact with Government Officials, such as environmental consultants, customs brokers, cargo agents, logistics service providers, distributors, etc.

## 3. Applicable laws

Bribery and corruption constitute unlawful practices in the different countries where the Company does business. For this reason, all Employees and Third Parties must observe and comply with applicable laws. Particularly, special attention should be given to provisions, such as the FCPA, the UKBA, the Argentine Law No. 27401, among other applicable laws.

There may be liability for these offenses both in the case of the individuals who commit the wrongful acts and may be subject to imprisonment and of the Company, which may be subject to civil and criminal penalties, including fines for large amounts, exclusion from participating in state contracts, among other possible sanctions, in addition to the reputational damage that the Company may suffer. Therefore, everyone at the Company must assume the responsibility to act seriously according to law.

## 4. What does bribe mean?

Bribery is an incentive or reward offered, promised or provided for the purpose of obtaining a commercial, contractual, regulatory or personal advantage.

A bribe may include an offer, payment, promise to pay or authorization of the payment of any money or offer, gift, promise to give, or authorization of the giving of anything of value. It does not necessarily be anything of great value. It could include incentive programs, the signing of bonds or payments of bribes to government suppliers. Bribery could also include intangible benefits, such as providing information, advice or assistance in business transactions. A payment that could be lawful in certain circumstances, such as a personal political or charitable donation, may constitute a bribe if it is committed with an illegal purpose. It is important to note that individuals will not only be held liable for an act of bribery if they make a payment, but if they make an offer, promise or authorization to pay as well. This Policy prohibits delivering and receiving Bribes, as well as making direct or indirect facilitation payments to Government Officials, consisting of payments for small amounts with the intent to improperly influence the Government Officials to speed up or facilitate a routine governmental action, such as access to public utilities, the obtainment of ordinary licenses or business permits, the conduct of administrative formalities, police protection or loading and/or unloading cargo.

## 5. Definition of Public Official

In line with international standards, this Policy has adopted a broad definition of Government official due to the risk involved in the interaction with this counterparty.

This definition includes any person who serves as a public official or provides a public service at any level of government (be it national or local government) in a foreign country or in a public international organization.

It covers all individuals holding a legislative, executive, administrative or judicial position, to which they access by way of an appointment or election (including election

candidates), whether on a permanent or temporary basis, on a salary or fee remuneration, both in centralized and decentralized agencies in whatever form, self-regulating public agencies, businesses and any other entity in which the State or international public organization holds a full or majority equity interest or decision-making powers. Lastly, for practical purposes, the definition of public official will include all individuals holding any position in national and international certification bodies.

**As defined above, for the purposes of this Policy, the list of Government Officials includes, but is not limited to:**

- Any national ministry administrative employee;
- Any Mayor;
- Any provincial Minister or Secretary;
- Any person working in a company in which the State holds a majority interest;
- Any Director of a state-owned company;
- Any foreign public agency employee;
- Any judge, public prosecutor or defense attorney;
- Any person working in an embassy;
- Any customs official;
- Any Director of a partially state-owned company, provided that he/she serves as Director on behalf of the State;
- The armed forces or any official thereof;
- Any court employee;
- Any employee of an international certification body (Bureau Veritas, UL, etc.);
- Any employee of a national certification organization (National Institute of Industrial Technology, INTI, for its Spanish acronym)
- Any political party official;
- Any candidate for legislative office;
- Any employee or representative of a public international organization (the United Nations, the World Bank, the World Trade Organization, the European Union, the Economic Community of West African States, etc.)

**Whenever the definition of “public official” is used, it shall be understood as referred to any of the persons described above.**

It should be noted that the persons not classified as Government Officials under local legislation, may be considered Government Officials under the FCPA or other applicable laws.

For this reason, it is of utmost importance that if you have any question or doubt about any person’s capacity as Government Official, please consult the Compliance Officer before making any decision.

## 6. Interactions with Government Officials

Although risky, the interactions with the public sector are usual and necessary for the correct conduct of business. For this reason, it is important to know the existing limitations on those interactions and what are the best practices to prevent improper situations.

**Below are the general guiding principles of conduct of all the Company’s Employees when interacting with the public sector:**

- Giving gifts to Government Officials with the purpose of influencing their acts is prohibited;
- Donations to a Government Official or intended for a Government Official’s personal use are prohibited;
- Political contributions on behalf or with funds of the Company are prohibited;
- Sharing confidential information and/or communicating with other bidders in a public bid is prohibited;
- Participation in meetings with Government Officials with whom the Employee interacts at the risk of provoking a conflict of interests is prohibited.

For further information on the exceptions to these general principles and the expected conduct of the Company’s Employees and Third Parties, please consult the Interactions with Government Officials Policy.

## 7. General Prohibitions

The Company prohibits all acts of bribery. All the provisions of this Policy and all applicable anti-corruption laws shall be complied with.

### 7.1. Payments to Government Officials:

- Giving, offering or promising, directly or indirectly, through any other individual or entity, any financial benefit or advantage to a public official or to a family member of a Government Official with the intent to influence the acts or decisions of the Government Official to help the Company obtain or retain business, direct business to another individual or entity, or secure any other commercial advantage is prohibited.
- Special attention should be given to the interaction with Government Officials and members of their family to avoid even apparently improper offers or requests.

### 7.2. Payments to private parties:

Giving, offering or promising, directly or indirectly through another individual or entity, any financial benefit or advantage to a private party, with the intent to induce or reward an abuse of confidence or impartiality, is prohibited.

### 7.3. Payments from private parties:

Requesting, accepting or receiving, directly or indirectly through another individual or entity, any financial benefit or advantage from a private party, with the intent to induce or reward an abuse of confidence or impartiality, is prohibited. Employees and Third Parties have the obligation to reject any request for a bribe, whether directly or indirectly, from a private party (including Government Officials) even though upon rejection of this type of request the Company receives threats with the consequent adverse effects.

However, the Company recognizes that in certain circumstances an individual's own welfare and security could be at risk if the request is not answered. No personal risk should be run in this case; such an incident must be immediately reported to the Compliance Officer.

- Less than USD 100;
- An occasional situation.

#### In no case may the gift or entertainment:

- Be delivered at any key moment of the business relation;
- Consist in the delivery of money or equivalent;
- Involve a risk to the Company's reputation;
- Be intended to obtain a favorable treatment or a benefit for the Company.

If you have any question or doubt as to the appropriate procedures to be followed in case of delivery of gifts, please consult the Gifts and Donations Policy.

### Examples of prohibited conduct

- Give, offer or promise a payment, gift or hospitality in order to obtain a commercial advantage, or reward a public official for a commercial advantage already granted;
- Give, offer or promise a payment, gift or hospitality to a public official to facilitate or speed up a routine procedure;
- Accept a payment offered by a private party in order to obtain a commercial advantage;
- Threaten or retaliate against any Employee for having refused to commit bribery or for having reported suspicions under this Policy; or
- Take part in any activity that may be conducive to non-compliance with this Policy.

## 9. Intermediaries, Trading Partners and other Third Parties

The Company is committed to promoting the integrity of its Third Parties; for this reason, the prohibition to offer, give, authorize, request or receive bribes includes the bribes given or received by any individual acting on behalf of, or providing services to, the Company. This is because, pursuant to applicable laws, the Company may be held liable for the actions performed by Third Parties on its behalf or to its benefit.

All Third Parties are expected to act with integrity at all times and to abstain from paying or receiving Bribes on behalf of or for the Company, or as part of their regular business transactions. Company Employees must support and encourage Third Parties to develop and implement policies to combat corruption consistent with this Policy.

If you have any question or doubt about the appropriate procedures to be followed when interacting with Third Parties, please contact our Compliance Officer to receive information.

## 8. Gifts and entertainment

Although the delivery of gifts and donations to customers and suppliers may form part of the normal course of business, the following points must be clearly taken into account in delivering the gift or entertainment so as not to be understood or interpreted as Bribery.

#### To that end, they must be:

- Permitted by national laws;
- Delivered for local business courtesy or customary reasons;

## 10. Contracts

The contracts with risk Third Parties, especially those Third Parties that interact with Government Officials, whether directly or indirectly, must include the following clauses:

- An anti-corruption clause;
- A clause stating that the Third Party knows and has accepted the Code, and the obligation to disseminate it among its employees;
- An audit clause allowing to control compliance with the Third Party's obligations in terms of ethics and compliance;
- A clause allowing to terminate the contractual relationship in the event of non-compliance with the ethics and compliance requirements and with the Code;
- A clause clearly establishing the method of payment and



the submission of evidence and/or information on the services provided to proceed to the authorization of the respective payment.

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## 11. Responsibilities

All Employees and Third Parties must read and make sure that they have understood and will comply with this Policy. All Employees and Third Parties must avoid any activity that could be in violation of this Policy.

Any transaction, although apparently immaterial, which could be in violation of this Policy and/or of any other applicable anti-corruption law, must be reported to the Compliance Officer immediately.

Any Employee who is in violation of this Policy may face disciplinary measures, including dismissal, for having committed a serious offense. The Company reserves the right to terminate the contractual relationship with the Employees who fail to comply with this Policy. The business relationship with the Company's Third Parties may also be terminated in the event of a violation of this Policy.

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## 12. Books and records provision

The Company must keep financial records and an adequate system of internal accounting controls that justify payments to Third Parties. The Company must keep records that, in reasonable detail, accurately and fairly reflect any transaction involving expenses incurred on behalf of the Company, in addition to the reasons or justifications for those expenses, and all contracts, invoices and receipts relating to the purchase of goods and services. False or deceitful accounting entries to conceal the source or the nature of expenses or receipts are prohibited.

The Company must make sure that all expenses relating to gifts and donations are presented in accordance with the Gifts and Donations Policy, and that a written record thereof is maintained, under the supervision of the Compliance Officer.

All accounts, invoices and other documents and records relating to the interaction with Third Parties, such as customers, suppliers and business partners, must be made and kept with a strict accuracy and integrity. No account must be kept "off the book" to facilitate or conceal improper payments.

All Employees must assist the Company, where applicable, in maintaining an adequate system of internal accounting controls to provide reasonable assurance that:

- All Company's transactions are executed in accordance with management's general or specific authorization;
- All transactions are recorded as necessary,

- To permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for assets;

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## 13. Non-compliance

All Employees and Third Parties must read and make sure that they have understood and will comply with this Policy.

Any situation, although apparently unimportant, which could be in violation of the Code or of any of the Company's Policies, must be reported immediately.

Any Employee who is in violation of this Policy may face disciplinary measures, including dismissal, for having committed a serious offense. The business relationship with Company's Third Parties may also be terminated if it is a violation of this Policy.

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## 14. Consultations and Complaints

It is very important for the Company to duly address and report all concerns about this Policy.

If you have any question or doubt about the interpretation of this Policy, please contact our Compliance Officer.

In case of concerns or suspicions of violation of this Policy, the Employees shall act responsibly and in good faith, by reporting the issue in accordance with the Ethical Line Protocol through the following channels:

- Website: [click here](#)
- E-mail address: [denuncias.galileo@pwc.com](mailto:denuncias.galileo@pwc.com)
- Directly to the Compliance Officer
- Directly to the Ethics Committee

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## 15. Non-Retaliation

The Company does not tolerate retaliation and is committed to guaranteeing that nobody will be mistreated for having reported in good faith suspicions of noncompliance with the Company's Code or Policies. Unfavorable treatment includes dismissal, disciplinary measures, threats or otherwise in retaliation for the concerns expressed.

Upon submission of a complaint, the Company will provide full support and will conduct an independent and appropriate investigation. In case of retaliation, please contact our Compliance Officer immediately. If the issue is not resolved, a complaint may be submitted on the Ethics Line.

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## 16. Training and Communication

New staff will receive induction training courses on this Policy. Furthermore, all current Employees will receive specific training on how to implement this Policy. Finally, this Policy must be communicated to all Third Parties from the very beginning and throughout the business relationship with the Third Party.

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## 17. Responsibilities

It is the Board of Directors' responsibility to guarantee that this Policy complies and secures compliance with the applicable legal and ethical obligations, by all Employees and Third Parties.

The Policy : This Teva Anti-Corruption Policy. The Ethics Committee is responsible, among other issues, for: (i) promoting culture and integrity at the Company; (ii) imposing the appropriate penalties in the event of non-compliance with the provisions of the Code and the different policies; and (iii) supervising the administration, execution and compliance with this Policy at all Company's levels.

It is the Compliance Officer's primary and daily responsibility to implement this Policy and control its effectiveness and compliance, in addition to addressing any question about its interpretation.

All Employees are responsible for the success of this Policy and for the prevention of improper conduct.

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## 18. Validity period and updates

This policy has been in full force and effect, in its original version, since May 1, 2021. The provisions of this Policy will be subject to periodical reviews which will evaluate its effectiveness and will be taken as a basis for the implementation of improvements, where necessary.

# **05. Interactions with Government Officials Policy**

## 1. Purpose:

Interaction with the Public Sector is a legitimate activity that may be carried out by all companies forming part of Galileo Group (hereinafter, Galileo, or the Company). The Company respects national and foreign governments and authorities and is committed to maintaining strong and transparent relationships, always complying with obligations assumed or incumbent on it Galileo Group has zero tolerance to Bribery and corruption, as laid down in its Code of Ethics and Conduct. In this respect, this Policy describes the expected conduct from all people who form part of the Company, whether as Employees or Third Parties, in the interaction with national or foreign Government officials, in order to fight Bribery and corruption.

The purpose of this Policy is to reduce the risk of corruption, Bribery or fraud in the interaction with Government officials. To this end, the Company has issued a set of permitted behavior guidelines, to which will be added the special precisions or exceptions approved by the Ethics Committee. This Policy is in accordance with current laws and regulations and ethical and compliance guidelines of the Company. Therefore, this Policy neither repeals nor replaces any other obligations, inabilities, incompatibilities or prohibitions that could be stipulated in the national and international laws or regulations.

## 2. Scope

### 2.1. Whom is this policy intended for?

This Policy is intended for and must be observed by all employees of the Company and its affiliates around the world, whether they work on a temporary or permanent basis, on a salary or fee remuneration and whatever their rank and hierarchy (hereinafter, "Employees").

This Policy shall also be observed by all persons, other than Employees, who act on behalf, in the interest or to the benefit of the Company, as agents, distributors, sales representatives, consultants, contractors, subcontractors, suppliers, etc. (hereinafter, the Third Parties).

Compliance with any and all terms of this Policy is of the essence in the employment relationship of Employees. Employees and Third Parties shall commit themselves to comply with this Policy by signing the Code of Ethics and Conduct of the Company.

## 3. Definition of Government Official

In line with international standards, this Policy has adopted a broad definition of Government Official due to the risk involved in the interaction with this counterparty.

This definition includes any person who serves as a Government Official or provides a public service at any level of government (be it national or local government) in a foreign country or in a public international organization. It covers all individuals holding a legislative, executive, administrative or judicial position, to which they access by way of an appointment or election (including election candidates), whether on a permanent or temporary basis, on a salary or fee remuneration, both in centralized and decentralized agencies in whatever form, self-regulating public agencies, businesses and any other entity in which the State or international public organization holds a full or majority equity interest or decision-making powers. Lastly, for practical purposes, the definition of Government Official will include all individuals holding any position in national and international certification bodies.

**As defined above, for the purposes of this Policy, the list of Government Officials includes, but is not limited to:**

- Any national ministry administrative employee;
- Any Mayor;
- Any provincial Minister or Secretary;
- Any person working in a company in which the State holds a majority interest;
- Any Director of a state-owned company;
- Any foreign public agency employee;
- Any judge, public prosecutor or defense attorney;
- Any person working in an embassy;
- Any customs official;
- Any Director of a partially state-owned company, provided that he/she serves as Director on behalf of the State;
- The armed forces or any official thereof;
- Any court employee;
- Any employee of an international certification body (Bureau Veritas, UL, etc.);
- Any employee of a national certification organization (National Institute of Industrial Technology, INTI, for its Spanish acronym)
- Any political party official;
- Any candidate for legislative office;
- Any employee or representative of a public international organization (the United Nations, the World Bank, the World Trade Organization, the European Union, the Economic Community of West African States, etc.).

## Whenever the definition of “Government official” is used, it shall be understood as referred to any of the persons described above.

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It should be noted that the persons not classified as government officials under local legislation, may be considered Government Officials under the FCPA or other applicable laws.

For this reason, it is very important that if you have any question or doubt about any person’s capacity as Government Official, please consult the Compliance Officer before making any decision.

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## 4. Types of interactions with Government Officials

### 4.1. Prohibited conduct

To comply with the anti-corruption laws and regulations both nationally and internationally, the Company prohibits the offer, delivery or promise to offer or deliver any improper benefit in favor of Government Officials. This prohibition includes (but not limited to):

- Delivery of money;
- Gifts;
- Trips;
- Entertainment;
- Job offers;
- Lunch, dinner;
- Illegal campaign contributions;
- Improper sponsorship of events;
- Scholarships;
- Luxurious items, jewelry;
- Benefits and other contributions;
- among others.

#### Prohibited conduct also includes:

**Payments to a Government official to guarantee or facilitate the performance of an action or service in favor of a person or business that have a normal or legal right thereto, for example:**

- Payments to obtain authorizations, licenses and other official documents;
- Payments to obtain regulatory approvals;
- Impede the participation of other bidders in public bids;
- Avoid negative attitudes on the part of the government;
- Cut taxes;
- Avoid customs duties or charges;
- Processing of governmental documents, such as visas and service orders, provision of telephone communications services, water and electricity supply, etc.

### 4.2. Gifts and entertainment

As a general principle, delivery of gifts, entertainment or benefits of any nature to Government officials is prohibited, as this is not allowed by the laws on public ethics in most of the countries where the Company operates.

As an exception, courtesy gifts will be allowed on condition that there is no intent to obtain any preferential treatment or benefit for the Company. If in doubt, we recommend reviewing the Gifts and Donations Policy of the Company and/or consult the Compliance Officer.

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#### In all cases, gifts must be:

- permitted by national laws;
- delivered for local business courtesy or customary reasons;
- worth less than USD 100;
- in occasional situations.

#### In no case may the gift:

- be delivered at any key moment of the business relation;
  - consist in cash or cash equivalent;
  - involve a risk to the Company’s reputation;
  - be intended to obtain a favorable treatment or benefit for the Company.
- 

### 4.3. Donations

Donations to improperly influence a Government Official or to obtain any benefit or favor in return are prohibited. Donations may only be given to public organizations or entities, provided that they are not intended for a Government Official in particular or for a Government Official’s personal use.

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#### For this reason, the Company allows donations, on condition that:

- Donations are made in good faith, pursuant to local laws and practices;
- Donations are not made to individuals;
- Donations are not intended for a Government Official’s personal use;
- They should be formalized under a written contract; and
- They should be completely and accurately documented in the Company’s books and records, as indicated in the Gifts and Donations Policy.

### 4.4. Political contributions

The Company does not make political contributions. Political contributions are understood as anything of value (including money, goods or services) that is offered or given in support for a candidate, a list of candidates, or a political party (hereinafter, “Political Contributions”). Political Contributions by Employees, on their own initiative, must not be paid with the Company’s funds and must be made in conformity with all applicable laws and regulations.

#### 4.5. Lobbying

Although the Company does not participate in political parties directly, it recognizes the importance of participation in debates about issues of legitimate interest relating to its business transactions and the communities in which the Company and its affiliates operate. Employees who engage in those activities on behalf of the Company must fulfill all the requirements imposed by applicable laws and regulations, including the registration and notification guidelines.

#### 4.6. Contracts awarded under public bids

In all countries where the Company operates there are laws and regulations that must be observed to prevent wrongful acts within the framework of public bids or bidding processes and violation thereof is punished with criminal and civil sanctions.

#### The Employees of the Company who participate in public bids shall:

- observe the applicable laws and regulations;
- abstain from sharing confidential information and/or communicating with other bidders in a public bid;
- comply with all such certifications and submit all such documents as may be required by the respective authorities in a full and proper manner.

#### 4.7. Contracts with former Government Officials or politically exposed persons

The execution of contracts with former Government Officials or politically exposed persons shall observe all applicable laws and regulations. Special attention must be given to confidentiality issues and the prevention of conflicts of interest. For further information, please consult the Conflicts of Interest Policy

#### 4.8. Meetings

For the purposes of this Policy, it will be understood that a meeting has been held with Government officials when Company Employees participate therein or in any other event or situation to deal with matters of interest for the Company, with Company representatives and at least one Government officials in attendance.

#### A meeting with Government officials will not be considered to have existed in the following cases:

- Usual procedures or formalities (payment of taxes or other formalities at cashier's desk, etc.);
- Formal interventions in administrative or judicial proceedings that are duly documented in the files; or
- Participations in training sessions to which company representatives have been invited by a public institution (seminars, lectures or otherwise).

### Examples of meetings with officials

- Meetings with officials of all public organizations for the presentation of business initiatives, new projects, consultations on calls for tenders or bids;
- Follow-up meetings with Government officials to deal with a project underway;
- Meetings for discussing the design of policies, regulations, energy sector rules.

It is important for the Company Employees to attend those meetings in a proper manner, acting with honesty, integrity, transparency and responsibility.

To that end, and considering the different situations that may arise at a meeting, all Employees must observe the following guidelines.

#### It is desirable that:

- at least two Employees or Third Parties should represent the interests of the Company at the meetings with Government officials;
- The meetings should be held at the Company's or the public organization's premises;
- Only the Employees who are highly trained in accordance with the guidelines of this Policy and know the laws and regulations applicable in the jurisdiction where the meeting will be held should interact with Government officials.

#### The following is mandatory:

- Only the Employees who do not have any restriction as a result of a conflict of interest must attend the meeting;
- Only the meetings previously approved by the Compliance Officer must be held;
- If any employee warns that there are irregular or unusual situations, he/she should report them on the Ethical Line.

#### 4.8.a. Registration of Meetings with government officials

All Company Employees have the obligation to declare their meetings with Government officials, as established in this Policy.

To that end, they shall complete the Meetings with Government Officials Registration Form attached hereto as [Annex I](#) within five (5) business days following the meeting in question. If this is not possible, the situation shall be justified and reported to the Compliance Officer as soon as possible. In the cases where the meetings with Government officials frequently occur and the same issues are dealt with at them, the Employee may declare such meetings in only one Form, within a reasonable term of one (1) month.

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## 5. Non-compliance

All Employees and Third Parties must read and make sure that they have understood and will comply with this Policy. Any situation, although apparently unimportant, which could be in violation of the Code or of any of the Company's Policies, must be reported immediately. Any Employee who is in violation of this Policy may face disciplinary measures, which could be conducive to dismissal for having committed a serious offense. The business relationship with Company's Third Parties may also be terminated if it is a violation of this Policy.

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## 6. Consultations and Complaints

It is very important for the Company to duly address and report all concerns about this Policy. If you have any question or doubt about the interpretation of this Policy, please contact our Compliance Officer. In case of concerns or suspicions of violation of this Policy, the Employees shall act responsibly and in good faith, by reporting the issue in accordance with the Ethical Line Protocol through the following channels:

- Website: [click here](#)
- E-mail address: [denuncias.galileo@pwc.com](mailto:denuncias.galileo@pwc.com)
- Directly to the Compliance Officer
- Directly to the Ethics Committee

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## 7. Non-Retaliation

The Company does not tolerate retaliation and is committed to guarantee that nobody will be mistreated for having reported in good faith suspicions of noncompliance with the Company's Code or Policies. Unfavorable treatment includes dismissal, disciplinary measures, threats or otherwise in retaliation for the concerns expressed. Upon submission of a complaint, the Company will provide full support and will conduct an independent and appropriate investigation. In case of retaliation, please contact our Compliance Officer immediately. If the issue is not resolved, a complaint may be submitted on the Ethical Line.

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## 8. Training and Communication

New staff will receive induction training courses on this Policy. Furthermore, all current Employees will receive specific training on how to implement this Policy. Finally, this Policy must be communicated to all Third Parties from the very beginning and throughout the business relationship.

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## 9. Responsibilities

It is the Board of Directors' responsibility to guarantee that this Policy complies and secures compliance with the applicable legal and ethical obligations by all Employees and Third Parties.

The Policy: This Teva Anti-Corruption Policy. The Ethics Committee is responsible, among other issues, for: (i) promoting culture and integrity at the Company; (ii) imposing the appropriate penalties in the event of non-compliance with the provisions of the Code and the different policies; and (iii) supervising the administration, execution and compliance with this Policy at all Company's levels. The Compliance Officer has primary responsibility to implement this Policy and control its effectiveness and compliance every day, in addition to addressing any question about its interpretation.

All Employees are responsible for the success of this Policy and for the prevention of improper conduct.

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## 10. Validity period and updates

This policy has been in full force and effect, in its original version, since May 1, 2021. The provisions of this Policy will be subject to periodical reviews which will evaluate its effectiveness and will be taken as a basis for the implementation of improvements, where necessary.

# ANNEX I – MEETINGS WITH GOVERNMENT OFFICIALS REGISTRATION FORM

## 1. Personal data of Employee

Position \_\_\_\_\_

Area / Sector \_\_\_\_\_

Date of meeting \_\_\_\_\_

## 2. Participants data

### On behalf of the Company (1)

Name and surname \_\_\_\_\_

Position \_\_\_\_\_

### On behalf of the Company (2)

Name and surname \_\_\_\_\_

Position \_\_\_\_\_

### Government Official (1)

Name and surname \_\_\_\_\_

Position \_\_\_\_\_

Organization/company \_\_\_\_\_

### Government Official (2)

Name and surname \_\_\_\_\_

Position \_\_\_\_\_

Organization/company \_\_\_\_\_

## 3. Purpose of the meeting:

### Purpose of the meeting:

Existing project or job  New project or job  Governmental service

Other \_\_\_\_\_

**Matters dealt with:** \_\_\_\_\_

\_\_\_\_\_

## 4. Notification of the meeting

### Immediate superior

Signature and name \_\_\_\_\_

Date \_\_\_\_\_

### Compliance Officer

Signature and name \_\_\_\_\_

Date \_\_\_\_\_

Signature \_\_\_\_\_ Name \_\_\_\_\_



# 06. Gifts and Donations Policy

## 1. Purpose:

The exchange of Gifts and the delivery of Donations may, on certain occasions, influence the objectivity of decision-making or at least appear that said influence is being sought. At the same time, Gifts and Donations are sometimes used to strengthen business relations. For this reason, this Policy helps the Company's Employees and Third Parties become aware of when the exchange of gifts is permitted and when it should be avoided.

## 2. Scope

### 2.1. Whom is this policy intended for?

This Policy is intended for and must be observed by all employees of the Company and its affiliates around the world, whether they work on a temporary or permanent basis, on a salary or fee remuneration and whatever their rank and hierarchy (hereinafter, "Employees").

This Policy shall also be observed by all persons, other than Employees, who act on behalf, in the interest or to the benefit of the Company, as agents, consultants, contractors, subcontractors, suppliers, distributors, sales representatives, etc. (hereinafter, the Third Parties).

## 3. Gifts

By definition, Gifts are objects that are delivered to another person without expecting any payment or otherwise therefor. For the purposes of this Policy, the term Gift will refer to:

- any benefit, discount, hospitality or bonus;
- goods and services;
- gifts delivered or offered to or by any the Company's Employee or Third Party that holds a position or exercises functions at the Company.

**All Employees and Third Parties of the Company are prohibited from accepting or offering goods or services that seek to influence any type of decision or obtain an advantage of any kind.**

To avoid these situations, Gifts may only be accepted or offered if:

- permitted by national laws;
- for local business courtesy or customary reasons;
- they are worth less than USD 100;
- in non-frequent or occasional situations;

- completely and accurately communicated to the Compliance Officer.

In no case may the Gift:

- be delivered at any key moment of the business relation;
- be in cash or cash equivalent;
- involve a risk to the Company's reputation;
- be intended to obtain a favorable treatment or benefit for the Company;

### It is important to know that:

- All gifts given or received on behalf or in the interest of the Company must be informed to the Compliance Officer by following the procedure detailed in point 6 of this Policy.
- Before giving or accepting a gift in excess of USD 100, the prior approval of the Compliance Officer must be obtained. The procedure for informing and requesting approval of gifts is detailed in point 6 of this Policy.

Both for purposes of informing and requesting approval of Gifts and Donations the Gifts and Donations Form ([Annex I](#)) shall be completed.

## 4. Donations

Donations, the same as Gifts, consist in delivering goods or services without expecting anything in return. Unlike Gifts, Donations require more delivery and receipt formalities.

### The Company allows donations, on condition that:

- Donations are made in good faith, pursuant to local laws and practices;
- Donations are not made to individuals;
- They should be formalized under a written contract; and
- They must be approved by the Compliance Officer.

**To make Donations, a contract shall be executed in writing, stating the subject matter, the amount -if applicable-, and the description of the Donation.**

### The contract must also state that:

- The Donation shall not be subject to the hiring or recommendation of the Company's services;
- The Company may declare the nature and the value of the donation and may request that the beneficiary also make such declaration.

**All Donations must have the approval of the Compliance Officer based on the procedure detailed in point 6 of this Policy.**

## 5. Gifts and donations to Government Officials

the Company discourages its employees and Employees from giving Gifts and Donations especially to Government Official, as this is generally prohibited by the public ethics laws in the countries where the Company operates. In accordance with the above-mentioned guidelines, Donations may only be made to public organizations or entities if they are not intended for a Government Official, or for his/her personal use and if they are not aimed at influencing an Government Official or obtaining any advantage.

## 6. Approval and registration of gifts and donations

### 6.1 Approval

Approval from the Compliance Officer is necessary to:

- accept or receive Gifts in excess of USD 100; and
- to accept or offer any Donation.

The Employee or Third Party requiring approval shall complete the form attach as [Annex I](#) of this Policy, and send it to the Compliance Officer by electronic mail, copying their immediate superior in on before delivering/receiving a Gift that costs more than USD 100 and/or a Donation.

**The Compliance Officer will notify the Employee or Third Party of the rejection or approval of their request by electronic mail, attaching a copy of the form containing such a decision.**

- If approved, the gift and/or donation may be delivered / received.
- If rejected, the gift and/or donation may not be delivered / received. Rejections will always be well-grounded.

The Compliance Officer will keep a record of all requests and their results and a copy in “.pdf” format of the form and of the e-mails exchanged or of any other documentation, as evidence of the approvals or rejections of the requests for

gifts and/or donations.

In the event that a Gift arrives at the Company’s offices and is delivered without the possibility of being previously consulted with the Compliance Officer, Employee must (i) complete the Gifts and Donations Form described in [Annex I](#) of this Policy, send it by e-mail to the Compliance Officer; and (ii) deliver the Gift to the Compliance Officer. The Compliance Officer must assess whether or not the Gift can be accepted. In the event that acceptance of the Gift is not approved, the Compliance Officer will decide whether (i) Employee must return the Gift to the emissary based on the limitations established in this Policy; or (ii) keep the Gift and raffle it among all Company Employees at the end of that year.

### 6.2 Registration

No prior authorization is required for Gifts of less than USD 100, but they must be reported when completing and sending the form attached as [Annex I](#) to the Compliance Officer by electronic mail and copying their immediate superior in on within 5 business days following delivery of the Gift/Donation.

## 7. Non-compliance

All Employees and Third Parties must read and make sure that they have understood and will comply with this Policy. Any situation, although apparently unimportant, which could be in violation of the Code or of any of the Company’s Policies, must be reported immediately.

Any Employee who is in violation of this Policy may face disciplinary measures, including dismissal, for having committed a serious offense. The business relationship with Company’s Third Parties may also be terminated if it is a violation of this Policy.

## 8. Consultations and Complaints

It is very important for the Company to duly address and report all concerns about this Policy.

If you have any question or doubt about the interpretation of this Policy, please contact our Compliance Officer.

In case of concerns or suspicions of violation of this Policy, the Employees shall act responsibly and in good faith, by reporting the issue in accordance with the Ethical Line Protocol through the following channels:

- Website: [click here](#)
- E-mail address: [denuncias.galileo@pwc.com](mailto:denuncias.galileo@pwc.com)
- Directly to the Compliance Officer
- Directly to the Ethics Committee

## 9. Non-Retaliation

The Company does not tolerate retaliation and is committed to guaranteeing that nobody will be mistreated for having reported in good faith suspicions of noncompliance with the Company's Code or Policies. Unfavorable treatment includes dismissal, disciplinary measures, threats or otherwise in retaliation for the concerns expressed. Upon submission of a complaint, the Company will provide full support and will conduct an independent and appropriate investigation. In case of retaliation, please contact our Compliance Officer immediately. If the issue is not resolved, a complaint may be submitted on the Ethical Line.

## 10. Training and Communication

New staff will receive induction training courses on this Policy. Furthermore, all current Employees will receive specific training on how to implement this Policy.

Finally, this Policy must be communicated to all Third Parties from the very beginning and throughout the business relationship with the Third Party.

## 11. Responsibilities

It is the Board of Directors' responsibility to guarantee that this Policy complies and secures compliance with the applicable legal and ethical obligations by all Employees and Third Parties.

El Policy: This Teva Anti-Corruption Policy. The Ethics Committee is responsible, among other issues, for: (i) promoting culture and integrity at the Company; (ii) imposing the appropriate penalties in the event of non-compliance with the provisions of the Code and the different policies; and (iii) supervising the administration, execution and compliance with this Policy at all Company's levels.

The Compliance Officer has primary responsibility to implement this Policy and control its effectiveness and compliance every day, in addition to addressing any question about its interpretation.

All Employees are responsible for the success of this Policy and for the prevention of improper conduct.

## 12. Validity period and updates

This policy has been in full force and effect, in its original version, since May 1, 2021. The provisions of this Policy will be subject to periodical reviews which will evaluate its effectiveness and will be taken as a basis for the implementation of improvements, where necessary.

# ANNEX I – GIFTS AND DONATIONS FORM

Indicate as applicable:

DELIVERY  RECEIPT

GIFT  DONATION

IS AUTHORIZATION REQUIRED?

YES  NO

Complete by providing as much information as possible:

1. Name of the person who will receive the gift/donation \_\_\_\_\_

2. Area and position or function \_\_\_\_\_

3. Company Employee or Third Party?

Yes, the person works for the Company  Third Party  No

IF "THIRD PARTY", PLEASE SPECIFY:

a. Name of organization \_\_\_\_\_

b. Relationship between the organization and the Company \_\_\_\_\_

4. Name of the person who will deliver the gift/donation \_\_\_\_\_

5. Area and position or function \_\_\_\_\_

6. Company Employee or Third Party?

Yes, the person works for the Company  Third Party  No

IF "THIRD PARTY", PLEASE SPECIFY:

a. Name of organization \_\_\_\_\_

b. Relationship between the organization and the Company \_\_\_\_\_

7. Full description of the gift /donation \_\_\_\_\_

8. Estimated value \_\_\_\_\_

9. Delivery /receipt date \_\_\_\_\_

10. Reason for delivery /receipt \_\_\_\_\_

Signature \_\_\_\_\_

Date \_\_\_\_\_

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**These fields will be completed by the Compliance Officer**

**1. Does the area manager approve the receipt/delivery?**

Yes  No

(Please attach e-mails, memos or any other documentation, as evidence of the approval of the Gift and/or Donation).

Reason: \_\_\_\_\_

**2. Does the Compliance Officer approve the receipt/delivery?**

Yes  No

Reason: \_\_\_\_\_

Signature \_\_\_\_\_

Date \_\_\_\_\_

# 07. Ethics

## Line Protocol

## 1. Purpose:

The integrity of Galileo Group (hereinafter, Galileo or the Company) is of vital importance for all members of the Company.

We all must cooperate to make sure that we comply with the national and international laws and policies, by protecting the Company against all acts contrary to law or ethics committed by any person.

We are confident that each of the Company Employees will recognize and report all improper or unethical acts or conduct that could affect the Company. Therefore, this Ethics Line Protocol (hereinafter, the Protocol) is aimed at establishing the guidelines for the operation and use of the Ethics Line, as well as the reporting and investigation protocols.

As laid down in our Code of Ethics and Conduct, the Company does not tolerate retaliation. Any person who retaliates against somebody for having expressed concerns in good faith shall be punished with disciplinary measures, including dismissal.

## 2. Scope

### 2.1. Whom is this Protocol intended for?

This Protocol is intended for and must be observed by all employees of the Company and its affiliates around the world, whether they work on a temporary or permanent basis, on a salary or fee remuneration and whatever their rank and hierarchy (hereinafter, "Employees").

This Protocol shall also be observed by all persons, other than Employees, who act on behalf, in the interest or for the benefit of the Company, as agents, consultants, contractors, subcontractors, suppliers, distributors, sales representatives, etc. (hereinafter, the Third Parties).

## 3. Responsibilities

Responsibility for the administration, update and dissemination of this document rests with the Ethics Committee (hereinafter, the Committee), who will:

- periodically review the procedures implemented by the Company to receive, retain and deals with complaints.
- recommend that the Board of Directors of the Company should define/update the procedures for their implementation.

## 4. Types of complaints

All Employees and Third Parties of the Company may use the Ethics Line to report the following acts:

- Embezzlement
- Forgery of financial information and accounting records
- Fraudulent procurement and contracts
- Scam
- Corruption
- Cybercrime
- Bank fraud
- Human Resources Fraud
- Money laundering
- Industrial espionage
- Conflicts of interest
- Abuse of power
- Sexual harassment
- Harassment in the workplace
- Intellectual property
- Infringement of current laws
- Infringement of Company's rules
- Illegal sales
- Discrimination
- Extortion
- Mobbing (that is, the humiliating or hostile treatment to which an employee is subjected in the workplace in a continuous and systematic way)
- Other

## 5. Subsidiaries

The subsidiaries subject to typification of complaints are as follows:

- Methax SA (Argentina)
- Galileo Technologies Corporation (USA)
- Galileo Energia SA (Argentina)
- Galileo Technologies SA (Argentina)
- Enerbine SAS (Argentina)
- Edge Energy Europe SAS (France)
- Galileo Tecnologia para Gas SA (Brazil)

## 6. Communications channels

PwC is the responsible and independent company in charge of receiving complaints and the respective report to the Committee.

Below is a detail of available communications channels to report complaints;

**6.1. Website:**

[click here](#)

**6.2. E-mailbox**

[denuncias.galileo@pwc.com](mailto:denuncias.galileo@pwc.com)

**6.3. Postal mail**

Bouchard 887, Piso 8, Ciudad Autónoma de Buenos Aires  
Urquiza 505, Piso 7, Vicente López

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## 7. Reviewer user

**7.1. Regular User**

Compliance Officer Gastón Sayús

E-mail address: [gaston.sayus@galileoar.com](mailto:gaston.sayus@galileoar.com)

**7.2. Alternate User**

Human Capital Director: Elizabeth Gagliardi

E-mail address: [egagliardi@galileoar.com](mailto:egagliardi@galileoar.com)

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## 8. Process

**8.1. Receipt**

The Ethics Line Administrator will be responsible for receiving all complaints and communications made on the Ethics Line. Complaints and communications may be made by telephone, via website or e-mail, as established by Galileo.

The Company will broadly disseminate among its Employees and Third Parties the different channels to access the Ethics Line.

All complaints shall be kept and stored on a confidential file. Access to the confidential file will be restricted to the members of the Ethics Committee. A printed file of the investigation material shall be kept and stored for at least 6 (six) years following the receipt date of the complaint.

**8.2. Report and analysis**

The Ethics Line Administrator will send (within 48 business hours) a summary of the complaints received to the Committee on a monthly basis.

If any member of the Committee is directly or indirectly involved in the complaint, PwC will exclude such member from the communication so that an objective analysis of the investigation can be made.

The Committee will inform the Board of Directors and the Audit Committee of the status of the investigations underway on a quarterly basis and provide them with a summary of complaints during the reporting period. If an investigation confirms that a violation has been committed, the Committee will take the pertinent corrective and disciplinary measures with respect to the persons involved, including termination.

**8.3. Investigation**

The Compliance Officer will perform an initial evaluation of the received complaint that will be completed within sixty (60) days after receiving such complaint; there, it will be determined whether or not to continue the investigation. Subsequently, the Committee will have the obligation to analyze each of the complaints received and evaluate their legitimacy and seriousness, in order to determine whether they should be investigated.

If the Committee has decided to continue with the investigation, it will develop an appropriate investigation strategy according to the circumstances alleged in the complaint. This strategy must include consultations with the Company's senior management, which is not involved in the complaint, and consultations with the Company's external legal counsel.

If the Committee finds that the complaint requires investigation, the latter may be conducted with in-house or outsourced personnel, as the Committee may consider necessary. Upon completion of the investigation, and consideration of the results, including the proposed recommendations, corrective actions and sanctions, where applicable, the pertinent measures shall be adopted.

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## 9. Non-Retaliation

The Company does not tolerate retaliation and is committed to guarantee that nobody will be mistreated for having reported in good faith on any suspicion of noncompliance with the Company's Code or Policies. Unfavorable treatment includes dismissal, disciplinary measures, threats or otherwise in retaliation for the concerns expressed.

Upon submission of a complaint, the Company will provide full support and will conduct an independent and appropriate investigation. In case of retaliation, please contact our Compliance Officer immediately. If the issue is not resolved, a complaint may be submitted on the Ethics Line. For further information, please consult our Non-Retaliation Policy

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## 10. Responsibilities

It is the Board of Directors' responsibility to guarantee that this Protocol complies and secures compliance with the applicable legal and ethical obligations by all Employees and Third Parties.

The Ethics Committee is responsible, among other issues, for: (i) promoting culture and integrity at the Company; (ii) imposing the appropriate penalties in the event of non-compliance with the provisions of the Code and the different policies; and (iii) supervising the administration, execution and compliance with this Protocol at all Company's levels. The Compliance Officer has primary responsibility to



implement this Protocol and control its effectiveness and compliance every day, in addition to addressing any question about its interpretation.

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## 11. Validity period and updates

This Protocol has been in full force and effect, in its original version, since May 1, 2021. The provisions of this Protocol will be subject to periodical reviews which will evaluate its effectiveness and will be taken as a basis for the implementation of improvements, where necessary.

# **08. Rules and procedures of the Ethics Committee**

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## 1. Purpose

These Rules and Procedures govern the organization and functioning of the Ethics Committee (hereinafter, the Committee) of Galileo Group (hereinafter, Galileo and/or the Company).

The setting up of the Committee has been established in the Code of Ethics and Conduct (the Code of Ethics and/or the Code) which, in turn, was approved by Board resolution on May 1, 2021 with the aim of creating a set of values, principles and rules that govern performance of all the Company's employees, guarantee organization sustainability, a good corporate governance, transparency and social responsibility, essential to ensure confidence of the shareholders, clients, suppliers, employees and institutions with which the Company interacts.

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## 2. Composition of the Ethics Committee

The Committee is composed of the Compliance Officer, the CFO and the Manager/Director of Human Resources and the Legal Department..

A Chairperson and a Secretary will be appointed from among the members of the Committee. Both of them will be designated by majority vote of the members and will be in office for one year.

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## 3. Functions

The Ethics Committee will have the following functions and responsibilities:

- Design, implementation, management, control and update of the Company's Integrity Program;
- Promote the corporate integrity culture by making recommendations for improvement and promoting the implementation and update of integrity policies;
- Design and coordination of the implementation of an institutional training and communications plan regarding the Integrity Program;
- Supervision of the operation of the Ethics Line (which is operated by an external supplier) evaluating the effectiveness of the procedures for the receipt, treatment and resolution of the reported complaints;
- Evaluation and resolution of issues reported on the Ethics Line and/or any other communications channel available which involve actual or potential non-compliance with the provisions of the Code;
- Interpretation of the Code and resolution of issues not specifically described therein, and evaluation and

imposition of sanctions and/or actions to be implemented with respect to the issues reported to the Committee;

- Adoption of such resolutions as the Committee may consider appropriate for the correct administration, interpretation and/or compliance with the Integrity Program by employees, shareholders and/or third parties interacting with the Company;
- Design proposal and implementation of policies, instructions, procedures and/or mechanisms for improving the effectiveness of the Integrity Program;
- Performance of any other function that is necessary for the administration and/or interpretation of and/or compliance with the Integrity Program.

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## 4. Meetings

### 4.1. Call for meetings

The Ethics Committee will meet regularly at least every three months, without prejudice that extraordinary meetings may be convened at the request of any of its members.

Notice of meetings will be given with at least two days in advance by the Secretary of the Ethics Committee to each of its members by e-mail or any other means in writing.

Notice of meetings will include the Agenda, together with the relevant documentation for the best conduct of the meeting.

### 4.2. Performance approval

Ethics Committee meetings shall be valid with a quorum of the absolute majority of its members. Resolutions shall be adopted by majority vote of members in attendance and by proxy. In case of a tie, the Chairperson shall cast the deciding vote.

The Secretary of the Committee will draw up a Minutes of every meeting, which shall be approved by all members in attendance by placing their signature thereon at the end of that meeting or at the immediately following meeting. The Secretary will keep an updated file of the approved Minutes and deliver a copy to each participant.

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## 5. Collaboration

### 5.1. Compliance Officer

As established in the Code of Ethics, investigations shall be conducted by the Compliance Officer, except if they involve a member of the Ethics Committee or of the senior management of the Company, in which case they will be conducted by an external and impartial third party.

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**In this regard, the Compliance Officer is responsible for carrying out the following functions of the Committee:**

- Supervision of the operation of the Ethics Line (which is operated by an external supplier) evaluating the effectiveness of the procedures for the receipt, treatment and resolution of the reported complaints;

- Evaluation and resolution of issues reported on the Ethics Line and/or any other communications channel available which involve actual or potential non-compliance with the provisions of the Code;

This means that the Compliance Officer manages the Ethics Line and analyzes, resolves upon, approves and answers any issue relating to the Code that is reported to the Compliance Officer by submitting complaints, consultations and approval forms, as prescribed in the different Policies of the Company. As mentioned earlier, to preserve non-involvement in an investigation and allay suspicions that may affect its objectivity, the investigations that originate in complaints alleging facts involving any member of the Ethics Committee or any Employee holding the position of CEO, CFO, COO or higher rank, shall be delegated to the third party hired by the Company for such purpose immediately.

#### 5.2. External collaboration

The Ethics Committee may request third parties (lawyers, expert consultants, other managers or directors of the company, etc.) to attend its meetings and to participate in the analysis, resolution and answer to complaints and/or consultations.

#### 5.3. Internal collaboration

The Ethics Committee will have direct access to such information, document, record or otherwise as it may consider necessary for performing its functions and may request, for such purpose, the personal collaboration of any Company Employee, who will have the obligation to attend the Ethics Committee meetings, if required.

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## 6. Report

The Ethics Committee shall report on the status of the Integrity Program to the Board of Directors of the Company at least on a quarterly basis.

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## 7. Other operating aspects

#### 7.1. Temporary absenteeism of the Chairperson or the Secretary

If for any reason the Ethics Committee needs to hold meetings without the presence of the Chairperson or the Secretary, the members in attendance may designate a member from among them to act as Chairperson or Secretary during the meeting.

#### 7.2. Use of information and communications technologies

As required, and prior to the members' written consent, the Ethics Committee may use video conference or any

other information and communications technology to hold a meeting or carry out any other activity scheduled in the exercise of its functions.

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## 8. Validity period and updates

This Protocol has been in full force and effect, in its original version, since May 1, 2021. The provisions of this Protocol will be subject to periodical reviews which will evaluate its effectiveness and will be taken as a basis for the implementation of improvements, where necessary.

**GALILEO**  
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