



ANTI-CORRUPTION POLICY

WORLD TRADE CENTER BARCELONA, S.A., S.M.E.

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1. PURPOSE AND SCOPE

This policy applies to the Board of Directors, as well as to all employees and managers at the WORLD TRADE CENTER BARCELONA, S.A.,S.M.E. (hereinafter "**WTCB**").

The WTCB abides by the provisions of its Code of Ethics which expressly stipulates zero tolerance for corruption.

This Anti-Corruption Policy is intended to set out basic principles and behavioural guidelines that all WTCB employees and managers must commit to following in order to prevent any corrupt practices within the organisation.

2. PRINCIPLES AND GUIDELINES FOR ACTION

All WTCB employees and managers undertake to carry out all activities in the performance of their duties within the company in accordance with the applicable legislation in force and with particular regard to the following:

❖ **Corruption in business**

It is forbidden for any WTCB employee or manager to receive, solicit or accept, either personally or through an intermediary, an unjustified benefit or advantage of any kind or the offer or promise to obtain one, for themselves or for a third party, as consideration for improperly favouring another party in the purchase or sale of goods, in the procurement of services, or in business relations.

All executive staff or persons having personnel under their charge must undertake to take appropriate organisational measures in their area of responsibility to prevent and detect corruption.

❖ **Bribery**

The WTCB prohibits the offering, promising or giving to public authorities or officials or any person involved in the exercise of public functions, whether at the local, national, EU or international level, either directly or indirectly, of gifts or other unjustified benefits, whether in the form of a payment of money or any other benefit, even if there is no intention to obtain a more advantageous or favourable position for themselves or any third party (e.g., in order to retain a contract, business, or any other competitive advantage).

❖ **Facilitating payments**

Facilitation payments, i.e., unofficial payments of small amounts to obtain a benefit, such as the expediting of procedures, the granting of licences, certificates or the provision of other services, are expressly prohibited.

❖ **Influence peddling**

Any type of activity that may constitute influence peddling is prohibited, including, in particular, any activity aimed at influencing an official or authority by taking advantage of a situation arising from personal relationships, with the aim of obtaining a decision that may directly or indirectly lead to a benefit or avoid a loss (financial or otherwise), either for the WTCB or a third party.

❖ **Gifts and hospitality**

Gifts and/or hospitality are subject to WTCB's internal guidelines, in particular the provisions of the Code of Ethics. It should be noted that no gifts and/or hospitality may be given or offered that exceed normal business practices or courtesies in the region concerned or which are intended to influence the will or objectivity of persons outside the WTCB in order to obtain any improper commercial benefit or advantage from them. Furthermore, WTCB employees must in all cases refrain from giving any gifts and/or hospitality if the customer, partner or supplier in question is expressly prohibited by their sales regulations from accepting such gifts and/or hospitality.

Moreover, in the specific case of events, the organisation and participation of WTCB employees in events or travel at the WTCB's expense is permitted, provided that the following requirements are met:

- **The event must focus predominantly on professional matters and be related to the WTCB's business or commercial interests.** Any event focused exclusively on leisure is therefore prohibited and any invitation offered to WTCB employees in this regard should be politely declined.

Indicators suggesting that the events being held are not focused on business matters include, for example, when they take place over a weekend, when they include business class airline tickets, when accommodation is planned in 5-star or resort hotels, and when they are focused on leisure, as well as rest and relaxation.

- **The event should be kept within normal business limits.** If a part of the event does not remain within these limits and takes on a leisure character, the participants must, wherever possible, bear the costs incurred in this respect.
- **The decisions of event participants may not be influenced by unethical practices such**

as coercion or in any other way. Participants must make their own decisions freely and independently.

- **Participants may not be accompanied by other persons who are not expressly invited** as these are not related to the professional matters for which the event has been organised.
- **The decision as to the location of the event should be based solely on aspects such as the accessibility of the venue for the participants or the suitability of the facilities** for the activities to be carried out at the event, such as a well-equipped conference room that can accommodate all the participants in the event, and so on.
- **Invitations to events and/or trips should be sent directly to the business partner's business address** and not to their personal address.

When in doubt as to whether an event can be considered appropriate or not, the following questions can be asked:

- Is the event connected to business or is it really more of a private event for personal enjoyment?
- Would a neutral third party consider the invitation to the event usual in a business context?
- Could the event negatively affect the WTCB's image?
- Can participants refuse to attend the event without affecting their freedom and independence in terms of decision-making?

In case of doubts about the appropriateness of such events, the line manager or the relevant department should be consulted.

❖ **Donations and sponsorships**

For the purposes of this Anti-corruption Policy:

- Sponsorships consist of the WTCB's agreement to finance (through financial or in-kind support) a specific activity (sporting, charitable, cultural, scientific, or otherwise) carried out by a specific natural or legal person, which is of interest to the WTCB, in exchange for that person publicly presenting, promoting and advancing the WTCB's brand and business.
- Donations consist of giving something of value (either in cash or in kind) to a natural or legal person for free, freely, voluntarily and without expecting any consideration in return.

All donations and sponsorships must meet the following criteria:

- **All donations and sponsorships must be in line with WTCB's values and principles** as set out in this Policy as well as in the Code of Ethics and other internal company guidelines and regulations, in **addition to all applicable laws** (e.g., *Law 29/1987 of 18 December, on Inheritance and Gift Tax*).
- **Donations and sponsorships may not be made to influence another party's decision-making, conceal improper payments, disguise acts of bribery or corruption, or any other unlawful conduct.** In this regard, it is important to emphasise that donations should only be given for charitable purposes, to benefit a social cause, to serve the public interest or the common good, but not to obtain something in return (e.g., the awarding of a contract, the achievement of benefits for a business, etc.), since, if this were the case, such conduct could be understood as a criminal act in the form of bribery.
- **Donations and sponsorships may not be made to organisations or individuals who discriminate** on the basis of ideology, religion or belief, family status, ethnic, racial or national origin, sex, age, sexual or gender orientation or identity, gender, aporophobia or social exclusion, illness or disability, or any other particular attribute.
- **Donations and sponsorships may not be made to organisations that have been found or are suspected to have engaged in any illegal activity.**
- **Donations may not be made to individuals.**
- In sponsorship contracts, the consideration agreed upon by the parties must be clearly and transparently defined.
- **Sponsorship of company parties** (e.g., Christmas parties, summer parties, etc.) **is not permitted.**
- **Donations or sponsoring activities may not be agreed if they could damage the image or reputation of the WTCB.**
- **The WTCB staff are free to make donations as long as there is no direct or indirect link to the WTCB**, for which reason they must always make donations as independent citizens, in their own name and using their own resources and not those of the WTCB.
- **All donations or sponsorships must be set out in a written contract and must be approved** by: **i) the legal department** who will review all related contracts; and **ii) the finance department** with respect to any monetary approvals agreed in the contracts. All approved payments related to sponsorships and donations must be made by cheque or bank transfer and, in any case, all corresponding invoices and receipts must be retained

in accordance with the retention periods specified in the applicable regulations. With the agreement of the WTCB's legal and financial departments, the WTCB Board of Directors is responsible for approving donations or sponsorships.

❖ **Relations with political parties**

The WTCB is politically neutral. It is not affiliated directly or indirectly with any political party, and does not provide services linked to any political message. The WTCB prohibits its employees from contributing company funds or assets to politicians, candidates for political office, and political parties. Where employees are involved in political activity, they should make it clear that such activity reflects their individual beliefs and not those of the WTCB.

❖ **Conflicts of interest**

The WTCB staff, employees and officers must take into account the provisions of the company's Code of Ethics with regard to potential conflicts of interest. It is important to mention that the WTCB respects the involvement and relationships of its employees in activities outside the company, as long as these activities are carried out within the applicable legal framework and do not conflict with the interests of the WTCB and are not used as a means to engage in corrupt practices.

❖ Money laundering and terrorism financing

In accordance with *Law 10/2010 of 28 April, on the prevention of money laundering and terrorism financing* (hereinafter referred to as the "LPBC" after its name in Spanish):

*The following activities shall be considered **money laundering**:*

a) The conversion or transfer of property, knowing that such property is derived from criminal activity or from participation in criminal activity, for the purpose of concealing or disguising the illicit origin of the property or of helping the people involved evade the legal consequences of their actions.

b) Concealing or disguising the nature, source, location, arrangement, movement or beneficial ownership of property or property rights, knowing that such property is derived from criminal activity or from participation in criminal activity.

c) The acquisition, possession or use of property, knowing, at the time of receipt of the property, that it is derived from criminal activity or from participation in criminal activity.

d) Participation in any of the activities referred to in the previous points, association to commit such acts, attempts to commit them and aiding, abetting or counselling someone to commit them or facilitating their execution.

Money laundering occurs even if the conduct described in the preceding paragraphs is carried out by the person or persons who committed the criminal activity that generated the property.

Property derived from criminal activity shall be understood to be any type of asset whose acquisition or possession originates from an offence, whether material or immaterial, movable or immovable, tangible or intangible, as well as legal documents or instruments in any form, including electronic or digital formats, evidencing ownership of or a right over such assets, including the amount defrauded in the case of offences against the Treasury.

Money laundering shall be deemed to have taken place even if the activities that generated the property were carried out in the territory of another State.

Terrorism financing is understood to be the supply, depositing, distribution or collection of funds or property, by any means, directly or indirectly, with the intention of using them or in the knowledge that they will be used, in full or in part, for the commission of any of the terrorist offences defined in the Criminal Code.

Terrorism financing shall be deemed to exist even if the provision or collection of funds or property took place in the territory of another State.

As a company dealing in property, the WTCB is subject to special obligations to exercise

reasonable due diligence to prevent money laundering. Special obligations to exercise due and reasonable care must be fulfilled in particular when certain thresholds are exceeded (**1,000 euros in Spain**, in accordance with *Law 11/2021 of 9 July on measures to prevent and combat tax fraud, transposing Council Directive (EU) 2016/1164 of 12 July laying down rules against tax avoidance practices that directly affect the functioning of the internal market, amending various tax rules and on the regulation of gambling*) in the case of cash transactions.

This includes identifying and checking the identity of the customer prior to establishing the business relationship and/or prior to carrying out the transaction.

Cash transactions are only permitted at the WTCB in exceptional cases and on a very restricted basis. WTCB staff must not pay or receive amounts of money in cash. If a customer wishes to make larger payments in cash, such payments must be made by the customer personally through a financial institute to a business account maintained by the WTCB.

Permitted exceptions include:

- special events, e.g., workshops or official retail space equipped with cash registers;
- other cases previously approved by the WTCB.

Without prejudice to the foregoing, the WTCB does not, under any circumstances, facilitate money laundering or the financing of terrorist activities. Furthermore, the WTCB undertakes to cooperate with the competent authorities in each country in the fight against money laundering and the terrorism financing by providing any information they may require in accordance with the relevant legislation in force, as well as by informing the authorities of any activity that the WTCB suspects or is aware of, or which may involve a breach of the regulations on money laundering and terrorism financing.

❖ **Trade repository**

The WTCB undertakes to keep proper records and accounts ledgers that clearly and accurately reflect all operations, actions and transactions carried out by the company.

❖ **Transparency**

The WTCB undertakes to provide complete and truthful information on the company's financial and asset situation to all those companies that have a legitimate interest in knowing such information, such as companies or persons with whom the WTCB has a business relationship, as well as to potential investors and regulatory bodies that require the information.

❖ **Training**

The WTCB undertakes to provide the necessary training to the different departments that make

up the company in relation to the prevention of and fight against corruption.

3. SUPPLIERS, EMPLOYEES AND PARTNERS

It is crucial that the WTCB chooses the natural or legal persons with whom it intends to maintain a relationship (suppliers, collaborators or partners) appropriately, since, in the event that these carry out actions that could be considered corrupt activities, this could entail serious legal and reputational repercussions for the WTCB.

For this reason, all persons with whom the WTCB intends to have a relationship must be aware of and accept this Anti-Corruption Policy.

The occurrence of any of the following circumstances may be an indicator of possible corruption:

- Suppliers refusing to accept this Anti-Corruption Policy.
- Suppliers have a family relationship with customers or potential customers.
- Any activity that demonstrates that any customer, supplier or other third party seeking to maintain a relationship with the WTCB has false documentation or intends to falsify documents.
- Any third party seeking to enter into a relationship with the WTCB requests that their identity be kept secret.
- There is public information indicating that there is a high level of corruption at the location where the agreed activities are to take place.
- Unusual requests for charitable donations or contributions to political parties.
- Requests for payment to tax havens or shell companies.

The countries and territories that are considered tax havens in Spain are set out in Article 1 of *Royal Decree 1080/1991 of 5 July, which determines the countries and territories referred to in Article 2, paragraph 3, number 4, of Law 17/1991 of 27 May, on Urgent Tax Measures, and Article 62 of Law 31/1990 of 27 December on the General State Budget for 1991*, including: the Principality of Andorra, the United Arab Emirates, Gibraltar, Hong Kong, the Bahamas, Barbados, etc.

With regard to shell companies, these are fictitious companies that do not have the material or personal means to provide services, i.e., they are formally constituted as legal persons but do not actually carry out any activity and are only set up for the purposes of committing a crime or hindering its investigation, for example, to facilitate illicit operations such as money laundering or tax evasion.

- Requests for payment in cash.

- Unjustified, unusual or disproportionate requests for an increase in the amount of any commissions agreed between the parties when the conditions and amount of such commissions had been previously stipulated.
- The service provider does not have the material and human resources necessary to carry out the activity.

In any of the above circumstances , the legal department should be consulted to assess the situation before the relationship is formalised.

As a general rule, the following principles apply to the recruitment of external natural or legal persons:

- The engagement must be justified by a clear need, such that the necessary activity could not be developed or carried out without engaging the external third party.
- Before the external third party is recruited, a thorough evaluation of the third party must be carried out, taking into account, in addition to the information provided by the third party, aspects such as: its status with the Trade Registry, its economic and financial situation, its reputation and image (e.g., by carrying out an Internet search to check for relevant news, opinions, references, etc.). Exceptions to this rule must be documented separately and explained in writing.
- The engagement must always be concluded in writing, in the form of a contract, in which all terms and conditions of the service are stipulated in detail. Among other things, the following is essential:
 - **It is important that the price or remuneration for the service is agreed according to local market prices** and is not disproportionate or derisory to these.
 - Payments must be made by bank transfer (avoiding cash at all costs) to a business account located in the country of residence of the service provider or in the country where the service is provided and never in cash.

4. NON-COMPLIANCE WITH THE ANTI-CORRUPTION POLICY

Any employee or manager who breaches these provisions will be subject to the appropriate disciplinary action, without prejudice to any legal or administrative sanctions that may be applicable.

5. WHISTLEBLOWING CHANNEL

If any WTCB employee has knowledge, doubts or suspicions regarding any form of corruption, they must immediately report this to their line manager, to management or to the company's legal department.

Employees can also communicate through the Complaints Channel set up for this purpose, at the following email address: CANALDENUNCIAS@WTCBARCELONA.ES.

The WTCB prohibits retaliation against any Person who works at the WTCB or any third party who, in good faith, seeks assistance or reports possible violations of this Anti-corruption Policy.

In addition, all information will be treated confidentially in order to protect the right to honour, the presumption of innocence, and the right to defence of the people involved.

The WTCB does not tolerate any behaviour that breaches the law or this Anti-corruption Policy and will sanction any such breaches accordingly.

6. REVIEW AND UPDATE OF THE ANTI-CORRUPTION POLICY

This Anti-Corruption Policy will be reviewed and updated periodically, taking into account possible changes in the WTCB business model and the applicable regulations in force, ensuring its compliance and effectiveness.

Version	Revision date	Reviewer	Signature of Reviewer
0.1.			