

**Fundación Moeve
Code of Ethics
and Conduct**

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Who is it for and who does it apply to?

This Code applies to trustees, Advisory Board members, and all employees of Fundación Moeve (hereinafter referred to as the “Foundation”), as well as all Moeve employees who provide services to the Foundation, regardless of their position, professional relationship, or type of employment contract.

The third parties with which we interact — including consultants, beneficiary entities, juries, and collaborating companies — are an extension of the Foundation. For this reason, they must act in accordance with our Code. Furthermore, we must encourage these third parties to develop and apply ethical programs that are consistent with our standards. The Foundation shall take appropriate measures when it considers that these third parties have failed to comply with our policies and meet their contractual obligations.

Although the Foundation strives to provide clear guidance on the obligations and responsibilities of individuals subject to the Code, it is not possible to cover all potential scenarios. The absence of guidance or advice on a particular scenario does not exempt individuals from acting in accordance with legal requirements, the Foundation’s values, and the highest ethical standards of business conduct. If you need help regarding how to act in a particular situation, you can contact the Ethics and Compliance Office through the **Integrity Channel**.

Our commitment to ethics and society

The Foundation is a private, non-profit entity of general interest that was established for an indefinite period to channel the voluntary social actions of its founder MOEVE S.A. (hereinafter, “Moeve”).

The Foundation shares the same values as Moeve, and these should be the pillars on which the conduct of trustees, Advisory Board members, and employees is based when making decisions and carrying out activities in all the countries where we operate. Therefore, in line with the values of our founding organization, we care about people, are passionate about our customers, look after the planet, believe that together we create more value,

and dare to think outside the box.

The Foundation’s Code of Ethics and Conduct (hereinafter, the “Code”) aims to establish general principles of conduct that are aligned with our values and shall guide all persons who must abide by this Code in order to achieve the institution’s objectives within a complex, constantly changing, global environment, in line with the following principles:

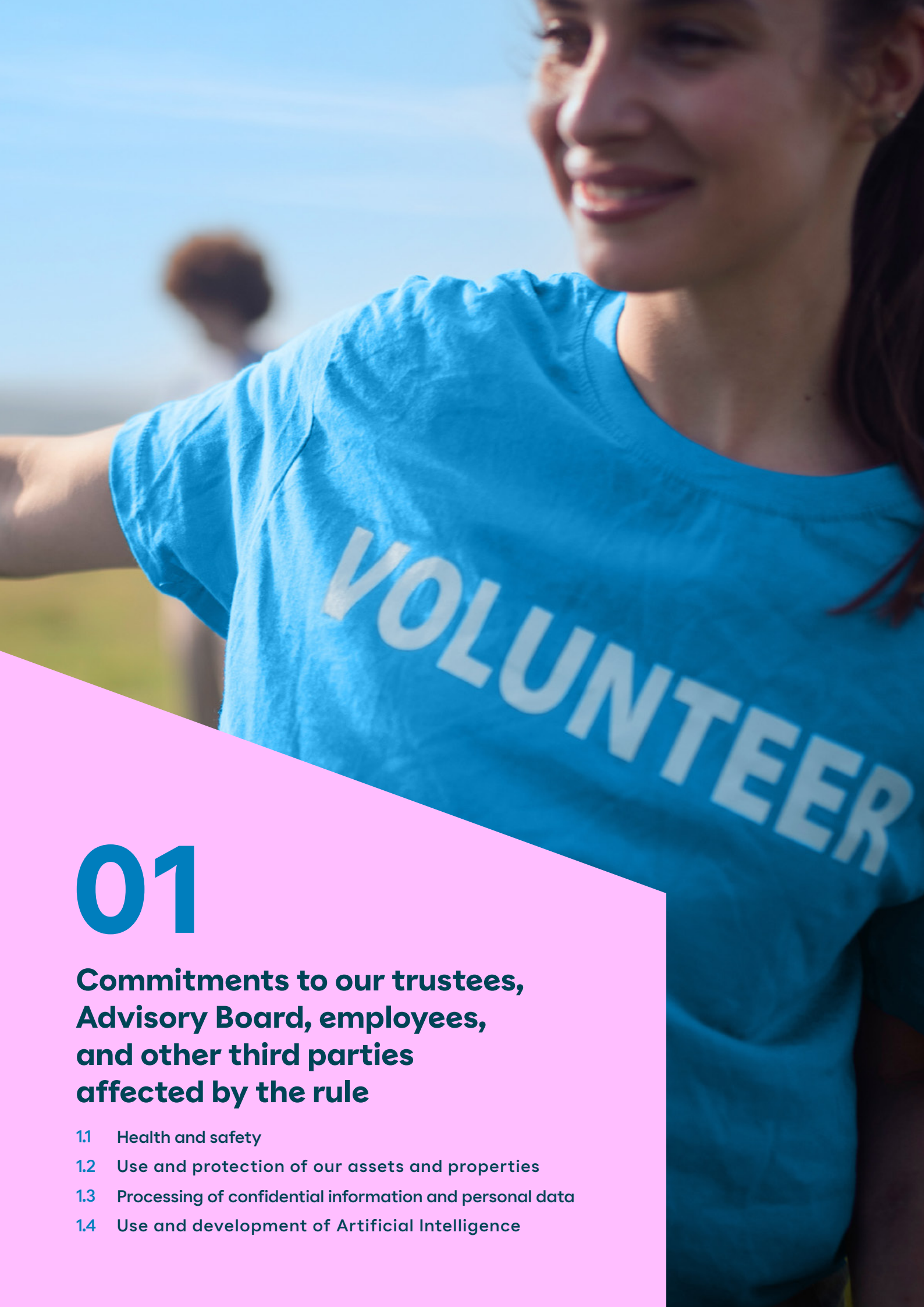
- Always act in accordance with this Code and promote awareness thereof.
- Protect the rights of people.
- Always report any irregularities detected within the Foundation through the Moeve **Integrity Channel** and cooperate with the Ethics and Compliance Office on any matters of this nature.
- Demonstrate exemplary conduct, integrity, and objectivity when making decisions that affect the Foundation.
- Protect information to prevent improper use or disclosure.
- Show loyalty in all areas to the principles that define and drive us.

The Board of Trustees

As its highest governance and representative body, the Board of Trustees is responsible for governing, managing, and representing the Foundation. Furthermore, it is in charge of ensuring compliance with this Code and promoting, at all times, the highest ethical and lawful standards in efforts to achieve the Foundation’s objectives and purposes, in accordance with the rules contained in the Foundation’s bylaws.

The Advisory Board

In accordance with relevant regulations, the **Advisory Board** acts as a consultative and technical advisory body for the Foundation’s management and Board of Trustees. Advisory Board members must safeguard all information, reports, or data in their knowledge related to the Foundation, without prejudice to their duty to communicate and cooperate with judicial or government authorities under the terms established by law.



01

Commitments to our trustees, Advisory Board, employees, and other third parties affected by the rule

- 1.1 Health and safety
- 1.2 Use and protection of our assets and properties
- 1.3 Processing of confidential information and personal data
- 1.4 Use and development of Artificial Intelligence

1.1 Health and safety

- The Foundation is committed to providing a healthy and safe work environment for both the people who work for the Foundation and for any third parties related thereto.
- The Foundation always puts health and safety first, applying the principle that safety is a prerequisite and all accidents are avoidable, allocating the necessary resources to this end.
- Trustees, Advisory Board members, and all professionals of the Foundation, as well as Moeve professionals who provide services to the Foundation, must comply with all the health and safety principles established in the founding organization's Code of Ethics and Conduct.

1.2 Use and protection of our assets and properties

- The Foundation's assets comprise all material resources and intangible properties, including image, reputation, information, industrial or intellectual property rights, and computer programs and systems.
- The Foundation undertakes to provide its professionals with necessary and adequate resources and means to carry out their professional activity.
- Those affected by this Code are responsible for using these assets properly and protecting them from misuse, abuse, sabotage, or loss.
- Our records are of great importance. Many documents must be stored, as per the applicable regulations. For example, Article 21 of Law 10/2010 of April 28 on the prevention of money laundering and terrorist financing establishes the obligation to provide the documentation and information required by the Commission on the Prevention of Money Laundering and Monetary Infringement or supporting bodies to exercise their powers, as well as to keep such documentation and information for a period of 10 years.



1.3 Processing of confidential information and personal data

- The Foundation will apply appropriate technical and organizational measures to ensure an adequate level of security and protect information against any risk of leakage, unauthorized internal or external access, handling, or destruction, whether intentional or accidental, eliminating all unnecessary information, in accordance with the requirements of current personal data protection regulations.
- The Foundation guarantees that the personal data of employees and stakeholders is protected and used appropriately at all times, in accordance with the applicable regulations.
- The Foundation ensures that when personal data under the organization's responsibility is processed by third parties, they will contractually guarantee compliance with all the requirements and security measures established in personal data protection regulations, as well as those indicated by the Foundation, ensuring that data subjects' rights are protected.

1.4 Use and development of Artificial Intelligence

- The Foundation is committed to using artificial intelligence (hereinafter AI) in a responsible and ethical manner, while respecting the applicable regulations, the ethical principles of artificial intelligence, and Moeve's AI Policy. This commitment is materialized through compliance with the ethical principles of artificial intelligence.





02

Commitments as a sustainable foundation

- 2.1 Environmental protection
- 2.2 Commitment to human rights, labor rights, and respect
- 2.3 Measures against money laundering and terrorist financing
- 2.4 Anti-corruption



2.1 Environmental protection

- The Foundation's top priority is to protect the environment, promoting measures that combat climate change and respect biodiversity, all while complying with current legislation and the organization's internal rules.
- The Foundation works with its suppliers to ensure they have preventive and corrective measures in place to promote environmental responsibility, circular economy, and sustainability, with effective systems for identifying, monitoring, and addressing the environmental impacts of their activities.
- Not only does the Foundation minimize and, when feasible, prevent negative impacts, but it also generates positive impacts on the ecosystem whenever possible, especially on water resources, waste, soil, biodiversity, atmosphere, noise, odors, and light impact.
- It encourages its employees to be properly informed, well trained, and aware of environmental matters.
- It promotes effective and sustainable management systems by planning, implementing, evaluating, and reviewing activities for continuous improvement, in line with the context and strategy of the founding organization.
- It mitigates CO₂ emissions associated with its activity, in line with its climate action and energy transition ambitions.

2.2 Commitment to human rights, labor rights, and respect

- Moeve has undertaken a firm and solid commitment to human rights, particularly in terms of:
 - › Protecting the values defended in the Universal Declaration of Human Rights, especially those linked to the Foundation's activity, children and youth, and the prevention of human trafficking.
 - › The ten principles established in the United Nations Global Compact and the United Nations Guiding Principles on Business and Human Rights.
 - › The guidelines for multinational companies from the Organization for Economic Cooperation and Development.
 - › The Declaration on Fundamental Principles and Rights at Work of the International Labor Organization (ILO).

2.3 Measures against money laundering and terrorist financing

- Money laundering aims to give the appearance of legitimacy or legality to goods or assets of criminal origin and is not limited solely to cash transactions. Terrorist financing involves raising or distributing funds, whether from legitimate or illegitimate sources, to support terrorist activity as defined in international law. Participating in these activities damages our reputation and could expose the Foundation and its employees to serious penalties.
- In compliance with the applicable regulations regarding the fight against money laundering and terrorist financing, the Foundation shall adequately ensure:
 - › The identity of everyone who contributes funds or resources free of charge, for an amount equal to or greater than 100 euros.
 - › The identity of all persons who receive funds or resources free of charge.

In the event that the funds or resources contributed or received are linked to a legal entity, the Foundation will verify the real ownership of this entity (UBO - Ultimate Beneficial Owner).

- The Foundation undertakes to avoid any collaboration with individuals and/or entities that may have the purpose of money laundering or terrorist financing.
- The Foundation will pay special attention to payments received from or sent to tax havens and individuals who hold or have held prominent public positions, as well as immediate family members or close friends of such individuals (PEP - politically exposed person).
- The Foundation will ask the beneficiary of the donation for the necessary supporting documents to guarantee the destination of the funds received.
- The Foundation shall report any suspicious financial transactions or activities to Moeve's Ethics and Compliance Office.

2.4 Anti-corruption

- The Foundation has a zero-tolerance policy toward corruption, fraud, and behaviors that violate this Code of Ethics and Conduct, specifically as regards behaviors resulting from fraudulent practices linked to courtesies, gifts, and invitations to events that do not comply with Moeve's Bribery, Corruption, and Conflict of Interest Prevention Policy.
- The Foundation prohibits direct and indirect gifts, courtesies, and cash payments or equivalent, as well as any other benefits that could be interpreted as an attempt to influence a decision or obtain an undue benefit.
- Valuable items that could be considered a bribe include, but are not limited to, cash, gift cards, vouchers, gifts, travel, entertainment, favors, employment, loans, reimbursements, and certain charitable or political contributions.





03

The Foundation's commitments in relations with third parties

- 3.1** Relations with governments and government bodies
- 3.2** Conflicts of interest

3.1 Relations with governments and government bodies

- The Foundation maintains relations with authorities, regulatory bodies, and government bodies through public officials.
- The Foundation prohibits directly or indirectly giving gifts, courtesies, cash payments or equivalent, or any other benefit to public officials that could be considered an attempt to influence a decision and obtain an undue benefit.
- The Foundation prohibits donations or any type of financial or in-kind assistance to political parties or public entities that may be construed as financing political parties.
- The Foundation declares its neutrality and does not directly or indirectly engage in any political or electoral activity.
- Facilitation payments are small illegal or unofficial payments made to public officials or certification personnel with the intention of securing or expediting a procedure. They are illegal in most countries and are prohibited by the Foundation, unless they are legal and accurately accounted for.

3.2 Conflicts of interest

- A conflict of interest arises when personal, professional, financial, or other relationships interfere or may interfere with the objectivity or loyalty of trustees, employees, or third parties associated with the Foundation.
- The Foundation respects the privacy of trustees, Advisory Board members, employees, and third parties, as well as their right to participate in legitimate financial activities outside the workplace and to carry out other professional activities as a self-employed worker or employed by another company, as long as they do not affect their role or involve a conflict of interest and/or unfair competition.
- Using the Foundation as a platform to promote external business or other interests or to benefit family or friends is an unacceptable conflict of interest.
- The Foundation requires that trustees, Advisory Board members, staff, or third parties with whom it has a relationship proactively declare and seek approval from Moeve's Ethics and Compliance Office for any potential conflicts of interest.





04

The Foundation's commitments in its activity

- 4.1 Intellectual and industrial property
- 4.2 Media and transparency of information

4.1 Intellectual and industrial property

- The Foundation complies with all legislation related to industrial and intellectual property, protecting its own and third parties' intangible assets, such as trademarks, patents, technology, research and development results, or third-party information subject to confidentiality obligations.
- The Foundation undertakes to protect, use, and collect only the required information, respecting the industrial and intellectual property rights of third parties.

4.2 Media and transparency of information

- The Foundation only allows authorized persons to issue external communications, in accordance with the guidelines set by management and in coordination with Moeve's Communications Department.
- The Foundation's management is responsible for coordinating and approving any external information to ensure maximum transparency and visibility for the Foundation through rigorous and timely communication.
- We are committed to establishing professional, accurate, and truthful communication in compliance with regulations and based on the basic principles of transparency and objectivity.



What do we do if there are signs of a breach or possible misconduct?

Fundación Moeve encourages individuals to report any suspected or actual breaches of current regulations and our internal regulations, either under their own name or anonymously, through the **Integrity Channel**. By doing so, we help identify and eliminate inappropriate behavior, thereby protecting ourselves and the Foundation from any potential damages.

These reports can be made without fear of retaliation. The Foundation will not tolerate any form of retaliation aimed at anyone who, in good faith, raises a concern about a possible breach. Retaliation against anyone who cooperates in an investigation will not be tolerated. On the contrary, any act or threat of retaliation, as well as reports made in bad faith, will be treated as serious violations of this Code and subject to disciplinary measures.

Investigations relating to breaches reported through the Integrity Channel will be conducted in accordance with the provisions of the Integrity Channel Policy and the Integrity and Investigation Channel internal procedures, derived from the founding organization's Integrity Channel.

The Head of the Integrity Channel will ensure that all reports are confidential and protect the data of the whistleblower, the people involved in the investigation, and all those affected. The Foundation shall respond to a breach in accordance with the established formal processes. These processes take into account the rights of those affected, including the presumption of innocence and employee representatives' right to participate when required by law. If disciplinary measures are necessary, they will be adopted based on the provisions of the collective bargaining agreements and applicable regulations.

**We care
about people**

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