Code of Conduct

ORLIMAN, S.L.U.

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I. INTRODUCTION

1. About Us

ORLIMAN specialises in the development and serial production of medical, healthcare and orthopaedic devices, and is dedicated to spearheading future recovery of mobility, preventative healthcare and functional improvement. This work is based on the development of comprehensive solutions in conjunction with customers, doctors, suppliers, distributors and trendsetting designers.

Despite its reputation as a well-established company with an extensive track record, ORLIMAN prides itself on being a major innovator in the non-invasive orthopaedics market it leads in Spain and internationally, and continually seeks new ways of satisfying the needs of orthopaedic establishments, the medical community and users by equipping its products with the latest technologies and functionalities.

Its products also have FDA, ASQUAL and GKV international certifications and ISO 13485 and 9001 quality seals.

ORLIMAN boasts state-of-the-art facilities in which it manufactures almost all of its orthopaedic devices with the help of its high production capacity, the most modern technical advances and highly-qualified staff. These facilities also feature the sector's first fully-automated storage and distribution system in Spain.

2. Corporate Purpose

ORLIMAN's corporate purpose is the development, manufacture, distribution and sale of medical orthopaedic devices designed to restore the mobility and functionality of customers.

3. Scope of the Code of Conduct

ORLIMAN, S.L.U.'s Code of Conduct is a document that outlines its policies and practices in relation to the conduct of employees and the company itself.

ORLIMAN's Code of Conduct is a major cornerstone of the rules of responsible conduct with which all employees and staff related directly or indirectly with the company must comply.

The Code of Conduct is designed to help everyone to conduct themselves in the manner expected of them.

It is therefore an element of particular importance within our policy of internal control and compliance with applicable regulations, ensuring that we have the appropriate mechanisms to

support employees in the fulfilment of their obligations and the business activities they carry out.

It contains the ethical values, commitments and good practices that must be applied in the management of all activities carried out as part of ORLIMAN's corporate purpose.

This Code of Conduct only applies to the Spanish company, ORLIMAN, S.L.U. Any other company (Spanish or foreign) belonging to the PRODIGO DE INVERSIONES 2010, S.L.U. group not expressly mentioned in it is excluded from its scope of application.

4. Values

Our motto is **RESPONSIBLE WORK** based on respect towards our external customers and members belonging to ORLIMAN.

TRANSPARENCY in all dealings is another of our values, it being the main cornerstone for instilling confidence in all of our relationships.

We have full belief in what we do and how we do it. We want to transmit this **CONFIDENCE** to everyone outside the company, especially customers and partners.

Our other **VALUES** include excellence, innovation, efficiency, commitment, truth, humility, ethics, teamwork, people's dignity and justice.

5. Scope of Application

The Code of Conduct applies to everyone who belongs to ORLIMAN, regardless of their function, location or seniority.

In addition, all suppliers, manufacturers, partners and subsidiary companies must also work according to the rules and behaviour detailed in this Code of Conduct when they carry out commercial activities in the name or on behalf of the company.

ORLIMAN considers that agents represent an important part of its commercial strategy and that, on many occasions, the image the company projects to its national and, above all, international clients in its commercial dealings is largely determined by the professional performance of its agents; consequently, ORLIMAN requires that all of its partners and agents who represent the company in national and international commercial dealings know and strictly comply with this Code of Conduct, and acts decisively in the event of any breach of it.

II. CONTENT OF THE CODE OF CONDUCT

CHAPTER ONE

Article 1. PURPOSE

The main purpose of the Code of Conduct is to establish the values that govern the conduct of ORLIMAN's corporate and organisational structure, and set guidelines for shared and accepted actions that must be respected by all employees.

This Code of Conduct is intended to guide the relationships of ORLIMAN's employees in such a way that it becomes a formal and institutional reference for the conduct of each employee, both personally and professionally, thereby reducing as far as possible any subjectivity and personal interpretation in relation to moral and ethical principles. And, at the same time, consolidate the identity and image of ORLIMAN in the eyes of the public and the market.

The basis of the Code of Conduct is honesty, dignity, respect, loyalty, dedication, efficiency, transparency and awareness in order to guide the conduct of those who make up ORLIMAN's corporate structure.

It also has the aim of fostering the principles of competitiveness and profitability. Including, within this, because of its particular importance, the value of its employees, health, safety, transparency, service to end customers and the environment.

Article 2. SCOPE OF APPLICATION

1. ORLIMAN's Code of Conduct requires strict compliance and is applicable to the individuals listed below:

   (i) To all members of ORLIMAN's management bodies.

   (ii) To all of ORLIMAN's management staff.

   (iii) To all of ORLIMAN's employees.

   (iv) To all temporary staff who provide services of any kind to or work for ORLIMAN.

2. This Code of Conduct is distributed:

- Personally and individually, to all members of the management bodies and managers of ORLIMAN and the other companies that make up the corporate structure of ORLIMAN, who must undertake in writing to irrevocable comply with its provisions.

- To the employees and staff of ORLIMAN, who must undertake to comply with its provisions, for which the necessary and legally permitted measures are adopted to ensure dissemination, knowledge and compliance with this Code of Conduct.

- Furthermore, as an alternative means of dissemination, the content of the Code of Conduct is available on ORLIMAN's internal network for due knowledge and compliance.

3. ORLIMAN's employees and staff must:

   (i) Know and comply with the Code of Conduct.

   (ii) Help to facilitate the implementation of the Code of Conduct.

   (iii) Attend and participate in all training sessions organised to inform them about the Code of Conduct.

   (iv) Seek clarification from the Corporate Social Responsibility Committee for any queries they may have regarding the content of the Code of Conduct.

   (v) The Corporate Social Responsibility Committee will inform employees and/or staff of any amendments or alterations to be made to the Code of Conduct.

   (vi) ORLIMAN's employees and/or staff may obtain assistance from their immediate superiors and any other means made available by ORLIMAN for Code of Conduct dissemination, knowledge and compliance.

   (vii) Any reference to compliance with this Code also implies the obligation by ORLIMAN and the persons to whom it is directed to comply with all applicable legislation even if such reference is not expressly contained in any section of this Code of Conduct.

Article 3. GENERAL PRINCIPLES

3.1. Compliance with the law

Employees of all levels of seniority at ORLIMAN must strictly comply with current legislation in the place where they carry out their work, taking into account the spirit, purpose and literal meaning of the rules. The commitments and obligations undertaken by ORLIMAN in its contractual relationships with third parties, as well as the customs and good practices of the countries in which it operates, shall be fully respected.

In this respect, we must try to ensure that we only develop business, professional and employment relationships with reputable companies and individuals.

Article 4. RULES OF ACTION

4.1. Respect for people

1. Respect for people is one of the fundamental cornerstones of ORLIMAN and its corporate structure. This principle shall be observed in all activities that ORLIMAN carries out in any part of the world. Consequently, any act that directly or indirectly violates or threatens the dignity of people is totally prohibited.

2. Under no circumstances shall any kind of intimidation, psychological or moral harassment or mobbing, or any conduct that may lead to a prejudicial work environment, abuse of authority, lack of respect or consideration, or any other act of physical or verbal aggression, be tolerated in the workplace.

3. In any relationships between employees, or between them and any of the companies, entities and individuals with whom ORLIMAN collaborates or maintains commercial relations, everyone must be treated in a respectful, professional and friendly manner in order to promote a pleasant, fulfilling and secure work environment that encourages people to work to the best of their abilities.

   All colleagues must be treated fairly and equitably, and full respect must be shown to their cultures, religions, orientations, opinions and marital status.

4.2. Equal opportunities

1. Staff that perform recruitment functions for ORLIMAN shall, at all times, act with respect for the principle of equal opportunities.

2. Under no circumstances shall it be permitted to deny a person the right to work or collaborate with ORLIMAN or its corporate structure on the basis of their race, religion, sex, sexual orientation, origin or marital status.

3. Likewise, no person working or collaborating with ORLIMAN or its structure may be denied the opportunity of or prevented from gaining promotion or developing their professional career for the reasons set out in section 4.2.2 above, nor may they be treated differently for the same reasons.

4. Therefore, staff responsible for recruitment or defining the professional careers of employees of ORLIMAN or its corporate and organisational structure must act, when making their decisions, with full objectivity and always in consideration of the suitability of the candidates for the needs of the company at the time.

4.3. Collective and employee rights

1. ORLIMAN's employees shall respect:

   (i) the rights of unionisation, association and collective bargaining enshrined in national and international law;

(ii) the activities that organisations representing workers, within the framework of their functions, may carry out in accordance with their legally recognised rights.

2. With regard to any affiliation to and/or membership of political parties, or any other type of institution, association or entity with public purposes or which exceed those of ORLIMAN, it must be made absolutely clear that such an association is strictly personal in nature and therefore unrelated to ORLIMAN.

3. ORLIMAN considers its employees a fundamental and essential part of its business and therefore undertakes to ensure that it fulfils employment rights and promotes good practices in terms of conditions of employment and health and safety throughout the organisation.

4. ORLIMAN dedicates the necessary resources to providing its employees with a healthy and safe work environment. It also fosters the adoption of health and safety practices among its suppliers and other companies that collaborate with its corporate structure.

5. Working time shall not exceed that which is legally permitted and shall be regulated, in all cases, in accordance with applicable regulations in the country in which the activities are carried out.

6. ORLIMAN and its corporate and organisational structure shall always recruit in accordance with regulations legally established for such a purpose.

7. ORLIMAN's managers, employees and staff and its corporate structure must correctly and appropriately use the resources made available to them for the performance of their professional work.

4.4. Conduct in the market and respect for free competition

Compliance with the established laws on free competition, both nationally and with respect to countries with which ORLIMAN maintains relations or commercial establishments and those in which it carries out activities, is a commitment of the company.

4.5. Quality control

1. The quality of the products and services of ORLIMAN and/or the entities that make up its corporate and organisational structure is one of its cornerstones and a fundamental part of correctly carrying out its activities.

2. ORLIMAN's managers, employees and staff must strictly observe and respect all applicable regulations, guidelines, rules, policies and criteria followed by ORLIMAN in order to ensure that its products are of the highest quality.

3. ORLIMAN undertakes to offer all of its customers products and/or services that meet the highest standards of quality and excellence, respecting, at all times, any applicable rules on safety of materials.

4.6. Conflicts of interest

The employment or establishing of professional relationships with family members shall be avoided. Any queries should be directed to the Corporate Social Responsibility Committee, which shall assess whether or not a conflict of interest exists.

It is prohibited to establish relationships with customers/suppliers that may call into question independence and professional objectivity or to show attitudes that represent an abuse of power in order to prejudice or benefit a third party associated with the business.

Any manager, member of staff, employee and/or member of the management body of ORLIMAN or any of the entities that form part of its corporate and organisational structure who is to be or has been proposed for the performance of a public position must inform the Corporate Social Responsibility Committee, prior to acceptance, in order for it to examine whether acceptance would represent any kind of incompatibility with the company's situation and the obligations it has undertaken.

ORLIMAN implements its business model without participating in the politics of the countries in which it operates to ensure that any relationship with governments, authorities, institutions and political parties are based on the principles of legality and political neutrality.

4.7. Non-competition

1. ORLIMAN's managers, employees and staff must inform the company, through its Corporate Social Responsibility Committee, of any professional or personal activity that may represent a conflict of interest with respect to the professional activities of ORLIMAN, or any of the companies that form part of its corporate and organisational structure, in order for it to examine whether such functions could be prejudicial to ORLIMAN or its employees. Failure to do so may result in disciplinary action.

2. In particular, managers, employees and staff must inform ORLIMAN of any activity that they carry out for a company or sector that is in direct competition with ORLIMAN. All of the above shall be without prejudice to the liabilities that they could incur for breaching agreements that they individually undertake in their employment contracts or any other with respect to possible exclusivity agreements.

3. Managers, employees and staff undertake to always act with full respect for the applicable regulations and for the benefit of ORLIMAN and its corporate and organisational structure in the exercise of the functions attributed to them and to avoid making personal, private and/or inappropriate use of commercial and/or business opportunities that are of interest to ORLIMAN.

4. Potential conflicts of interest between ORLIMAN and its customers/partners shall be governed by the provisions of Articles 5.2 and 5.4 et seq. of this Code of Conduct, its

By-laws and other relevant internal regulations passed by ORLIMAN's governing bodies.

Article 5. RULES OF CONDUCT

5.1. General principles

1. After presentation, dissemination and/or communication of this Code of Conduct, managers, employees and staff shall be aware that any action contrary to its provisions, to the rules, policies, guidelines and instructions provided/approved by ORLIMAN at any time, to applicable regulations in all cases and at any time, to the By-laws of ORLIMAN and to the contractual or legal provisions applicable to them in the performance of their duties may incur, not only disciplinary liabilities (that may be envisaged), but also criminal liability for which they would be fully responsible.

2. Similarly, the company's partners, by virtue of the commitment they acquire as such in their relationship with ORLIMAN, as well as within the management of their business, shall be aware that any action contrary to the provisions of this Code and its By-laws, internal regulations and other obligatory rules, with special emphasis on the disciplinary procedures provided within them, could incur disciplinary and criminal liability.

3. In this regard, managers, employees and staff shall undertake to observe the highest level of diligence and good faith in the performance of their duties and to consult their immediate superiors and/or the Corporate Social Responsibility Committee for clarification on any queries that might arise in relation to this Code of Conduct and/or any other regulations (whether internal or external) that could be applicable and must be complied with.

4. Without prejudice to the general principle set forth in this article, detailed below are certain criteria of conduct that must be observed in specific situations in relation to ORLIMAN's activities.

5.2. Relationships between ORLIMAN and its partners

5.2.1. Foundations

ORLIMAN shall ensure maximum transparency and objectivity in its relationships with partners.

5.2.2. Rules of action

(i) Commercial relationships that may be established between ORLIMAN and its partners must, in all cases, respect the usual prices and terms set in accordance with the pricing policy established by the company's Management.

(ii) ORLIMAN's managers, employees and staff must, in all cases, comply with the applicable regulations for this type of transaction and require the approval of ORLIMAN's relevant higher bodies in cases in which the regulations are applicable.

5.3. Respect for privacy and duty of confidentiality

Respect for personal privacy, freedom and secrecy of communications is a basic right of all employees of ORLIMAN and its corporate and organisational structure for the proper performance of their duties within ORLIMAN, as well as for appropriate commercial and professional activities.

Conduct that violates these rights is punishable under Articles 197, 198, 199, 200 and 201 of the Criminal Code. Consequently, in order to ensure the protection of these rights and prevent actions that could damage or harm them, the following measures must at least be observed:

(i) Files, data storage media and documents used in ORLIMAN's various workplaces by employees must be safeguarded to ensure that they cannot be accessed by unauthorised personnel.

(ii) For this reason, ORLIMAN's managers, employees and staff must comply at all times with the different rules, procedures and guidelines that have been duly approved by the company's management and must be duly communicated.

(iii) Furthermore, managers, employees and staff who, due to their work at ORLIMAN, have access to information, computer media and documentation that affects the personal or family privacy of ORLIMAN's directors, managers, employees and partners must keep it confidential and shall be prohibited from copying, submitting, disclosing or divulging such data to unauthorised personnel.

(iv) The use of company-owned communication tools (email, intranet, extranet, corporate mobile phones, etc.) is prohibited for purposes other than those related to the employee's position, with the exception of reasonable and appropriate use outside working hours.

(v) Confidentiality must be respected in all computer files, messages and communications identified as private.

(vi) It is generally established that employees do not have the right to access documentation and information belonging to ORLIMAN that falls outside their duties unless they obtain prior permission, nor are they permitted to remove it from ORLIMAN's premises for their private use or use that falls outside their duties, either during the term of their employment relationship with the company or after termination.

(vii) The Corporate Social Responsibility Committee, in cases in which it has serious suspicions of irregular conduct by an employee and/or staff of ORLIMAN, shall be permitted to install mechanisms for recording data, sound or image, in accordance with the legislation and/or jurisprudence applicable to that effect, and with a judgement of proportionality, provided that it is a justified, appropriate and necessary measure according to the conventions of application.

5.4. In relation to market practices

ORLIMAN must conduct itself in the market in a fair, honest and responsible manner and avoid engaging or participating in any fraudulent or misleading activities or behaviour that fails to meet the required criteria of good faith and due diligence in commercial dealings.

Employees must observe the following rules of action in the market:

A) *Obtaining information*

(i) Commercial or market information must be obtained without violating the legal rules or private agreements established to protect it.

(ii) Employees shall reject and avoid using any information that may have been obtained in breach of any legal rule or private agreement entered into by ORLIMAN.

(iii) It is strictly prohibited for employees to disseminate malicious or inaccurate information about a competitor or company in commercial dealings or in any other area of action.

B) *Relationship with suppliers*

(i) Managers and/or employees shall avoid any kind of interference in ORLIMAN's relationship with suppliers that could directly or indirectly affect their impartiality, objectivity and transparency in the performance of their work, especially with regard to the setting of financial terms, and which could, therefore, affect the good name and reputation of the company and its brand in its commercial dealings and its sector.

(ii) As a general rule, exclusive relationships with suppliers shall be avoided to ensure that ORLIMAN benefits from their competition and greater transparency and objectivity in commercial relationships is achieved. Employees shall however balance this principle with ORLIMAN's need to foster and consolidate relationships with suppliers that are in line with the

principles underlying this Code of Conduct in order to help consolidate and stabilise ORLIMAN's position and its corporate and organisational structure.

(iii) Supplies and purchases from suppliers must at all times meet the criteria, manuals and/or policy established to that effect by the competent body of ORLIMAN.

(iv) Partners and/or employees shall refrain from asking suppliers for information about prices provided to third parties.

(v) It is absolutely prohibited for employees or staff to offer or accept any gifts or inducements as part of a relationship with suppliers. This prohibition extends to any kind of gift with the exception of those that are considered to be acceptable within normal social relationships. The value of such gifts must not however, under any circumstances, exceed the value of 300 euros per year.

C) *Relationship with customers*

(i) No employee or member of staff may individually accept transactions with customers that are not previously approved by the competent body of ORLIMAN.

(ii) Employees or staff shall, at all times, maintain an attitude of respect and consideration towards ORLIMAN's customers and refrain from discriminating against them for any reason or circumstance.

(iii) Employees or staff must not provide misleading information about the attributes of products in order to increase sales or demand.

(iv) Exclusivity relationships with customers shall be avoided in order to ensure, as far as possible, transparency and objectivity in commercial relationships, without prejudice to maintaining stable relationships with customers that are in keeping with the underlying principles of this Code of Conduct in order to help consolidate and stabilise ORLIMAN's position and its corporate structure in the market.

D) *Payments and receipts*

(i) ORLIMAN's managers, employees and/or staff shall generally avoid payments and receipts for commercial transactions made in cash in excess of 2,500 euros, as well as those made through bearer cheques. Special precautions shall be taken with transactions made in a currency or legal

tender that differs from that which is previously agreed in the country in which the transaction takes place.

(ii) Special caution and scrutiny shall be exercised for payments or receipts made: (i) with companies in which: (a) no prior commercial relationship exists with ORLIMAN; (b) the account to be used differs from that traditionally used by the company in its commercial relationship with ORLIMAN; (c) the account or entity is located in a country that lacks fiscal transparency; (d) third parties not mentioned in the corresponding contracts are involved in the transaction; and (e) it is not possible to identify the final partner, owner or beneficiary.

(iii) Extraordinary payments not provided for in corresponding agreements or contracts shall be checked with special caution.

(iv) In all cases, payments and receipts shall be subject to the policies established by the Department of Finance and Human Resources (CFO), and all of those that do not comply with these criteria or applicable regulations must be reported.

(v) All of ORLIMAN's transactions, movements of merchandise, procurement and/or its corporate structure must be clearly and accurately reflected in the company's records.

E) <u>In relation to industrial and intellectual property</u>

(i) Respect for work, research and development is one of ORLIMAN's main principles, not only as a company, but also as a brand, in the execution of its activities, and it is important to emphasise the requirement of compliance with the rights recorded in the relevant registers.

(ii) The legal and registration status of existing intellectual and industrial property rights must be verified in relation to any design, model, procedure, etc., that is to be used in ORLIMAN's activities.

(iii) Use of the results of research and development work obtained by other companies or third parties without the permission of existing rights holders is prohibited.

(iv) ORLIMAN's staff are required to show the highest level of respect in the use of research and development work carried out by ORLIMAN.

(v) The transmission to third parties of ORLIMAN's industrial and commercial secrets is prohibited and any other knowledge about technologies, sales and distribution methods, consumer profiles, advertising strategies, lists of

suppliers and customers, and manufacturing processes must be kept confidential.

(vi) The manufacture of models produced by other companies is strictly prohibited unless the necessary permission is previously granted by the rights holders.

(vii) The use of information from or about third parties that is not obtained with the consent of its owners through appropriate legal procedures is prohibited.

(viii) Any doubts that exist regarding the legal status of a particular model, product, procedure, drawing or any other item, method or strategy that may be subject to protection must be referred to the Corporate Social Responsibility Committee.

5.5. Rules of conduct in financial matters

5.5.1. Foundations

Any information relating to ORLIMAN's economic and financial situation provided to partners and official bodies and, in general, officially publicised shall faithfully reflect ORLIMAN's economic circumstances and corporate and organisational structure.

5.5.2. Rules of action

To ensure that employees or staff faithfully comply with the obligation of providing truthful economic/financial information and that its guiding principles of social and economic order remain effective, ORLIMAN establishes the following rules:

(i) All employees, managers and directors of ORLIMAN must accurately and correctly provide the head of the Department of Finance and Human Resources (CFO) with economic information relating to its business activities when required to do so.

(ii) Furthermore, all employees, managers and directors of ORLIMAN must provide accurate and correct information to the head of the Department of Finance and Human Resources (CFO) in relation to any matters, circumstances or events concerning the company's activities that, because of their importance, could significantly affect its results or actual circumstances.

(iii) All information and documentation that ORLIMAN is required to publish, disseminate, present or submit in relation to its resources, activities and businesses must accurately and comprehensively reflect the status and economic/financial situation of ORLIMAN and its corporate structure, and must be authorised by Management (CEO) or, alternatively, the head of the Department of Finance and Human Resources (CFO).

It is expressly prohibited to communicate false information to third parties and to conceal or omit relevant information relating to the economic/financial situation of

ORLIMAN which could provide a misleading or inaccurate image of the actual situation of ORLIMAN's companies.

5.6. In relation to corruption

5.6.1. Foundations

At ORLIMAN, fair and honest competition is respected and a principle of transparency in commercial relationships with third parties is established which is governed by objective criteria of price, quality, reliability and suitability of the product and always with full compliance with existing legal rules in the area in which such relationships take place. ORLIMAN understands that the use of unethical practices to obtain a benefit constitutes a form of fraud.

5.6.2. Rules of action

In order to ensure proper conduct in business relationships, ORLIMAN requires that the performance of employees or staff be subject to the following criteria:

(i) No manager, employee or staff of ORLIMAN shall, in any way, directly or indirectly facilitate, offer, solicit, accept or receive gifts, benefits, advantages, personal favours or presents in connection with commercial, contractual or business activities carried out on behalf of any of the companies that make up ORLIMAN and its corporate structure. This prohibition extends to any kind of gift with the exception of those that are considered to be acceptable within normal social relationships. The value of such gifts must not however, under any circumstances, exceed the value of 300 euros per year.

(ii) The above prohibition shall apply to commercial relationships that managers, employees or staff of ORLIMAN maintain when carrying out international business. The legal frameworks that exist in all countries in which business is carried out must be respected.

(iii) In the event that managers, employees or staff receive or become aware of an offer of personal benefit or favour, their immediate superiors or the Corporate Social Responsibility Committee must be informed.

(iv) Furthermore, any member of staff who, due to their position or role, becomes aware of reports of any of the aforementioned conduct, they must immediately notify the Corporate Social Responsibility Committee in order to put into action the measures established in the regulations for such a purpose.

(v) All costs and expenses incurred as a result of gifts, promotional campaigns, etc., generated in the course of ORLIMAN's business activities must be

substantiated by submission of the corresponding invoices, receipts and supporting documentation, and include the date of the expense, description, identity of the person who received the gift and the reason for it.

(vi) The actions of ORLIMAN and the managers, employees or staff who act on behalf of any of its companies and/or entities in public bids, tenders, procurement processes with public authorities, regional government bodies, state or public capital enterprises of any nationality and/or country must comply with the transparency and legal requirements set out above.

Article 6. CODE OF EXTERNAL CONDUCT

6.1. Foundations

This Code is based on:

(i) The Conventions of the ILO.

(ii) The Universal Declaration of Human Rights of the United Nations.

(iii) The principles of the United Nations Global Compact.

(iv) Applicable employment legislation.

(v) Sector codes.

(vi) Local, EU and international environmental legislation.

(vii) Any other regulations that apply to ORLIMAN's business activities.

6.2. Rules of action

(i) Support and respect for the protection of international human rights.

(ii) ORLIMAN only works with responsible suppliers, producers and/or manufacturers whose working conditions and methods are ethical and acceptable in accordance with the principles of the United Nations and the ILO.

(iii) Assurance of non-complicity in the abuse of rights.

(iv) ORLIMAN's producers and suppliers shall treat their employees with dignity and respect. No employee shall be subject to physical, sexual, psychological or verbal abuse or harassment.

(v) Health, safety and hygiene.

(vi) Our suppliers must provide a safe place of work that complies with the legal provisions of health, safety and hygiene. This shall apply to accommodation and any kind of facilities that are provided to employees.

(vii) Remuneration and benefits.

Remuneration to employees shall be, as a minimum, that which is established by current and applicable legislation, and shall respect, under all circumstances, obligatory collective agreements.

(viii) Working time.

The number of working hours must be reasonable and in accordance with local laws and industry and sector standards. Overtime must be compensated according to obligatory regulations.

(ix) Freedom of association and right to collective bargaining.

(x) ORLIMAN's suppliers, producers and/or manufacturers must recognise and respect the legal rights of free association, unionisation and collective bargaining, and undertake not to interfere with, penalise or restrict legitimate employee initiatives.

(xi) Rejection of all forms of forced labour.

(xii) ORLIMAN does not, under any circumstances, tolerate the direct or indirect employment, by its producers or third parties, of workers who do not give their direct, voluntary and conscious consent to work, nor any other kind of forced labour.

(xiii) Refusal to employ minors.

The use of child labour by suppliers, producers or third parties that enter into contractual relationships with ORLIMAN, either directly or indirectly, shall not be tolerated under any circumstances.

(xiv) Non-discrimination.

ORLIMAN shall not tolerate, under any circumstances, unfair, inconsiderate or unfavourable treatment on the grounds of race, religion, sex, orientation or ideology. Accordingly, the recruitment of employees by ORLIMAN's suppliers must be based on the ability to perform the tasks to be carried out and work must be apportioned according to duties, not personal characteristics or beliefs.

(xv) Respect for the environment.

Compliance with applicable laws, regulations, directives and legislation concerning the environment must be ensured. In all cases, as a principle of action, a responsible attitude of respect for the environment must be adopted.

All of this must be carried out in conjunction with the implementation of policies aimed at reducing environment impact, adapting processes to comply with current regulations and striving to ensure its conservation.

(xvi) Compliance with the law.

All suppliers, producers or third parties that enter into contractual relationships with ORLIMAN must ensure that they, as well as their subcontractors with respect to any kinds of products, raw materials or services, comply with local, national and international laws, and not tolerate any form of corruption, bribery or extortion.

(xvii) Supervision.

To ensure that this Code of Conduct is effective, it must be disseminated and shared throughout the organisation and compliance with it must be verifiable when required.

To this end, third parties that directly or indirectly enter into contractual relationships with ORLIMAN must provide the conditions under which such verification of compliance with this Code of Conduct can be carried out by staff from ORLIMAN or an authorised third party within the framework of the agreements that the parties reach.

Article 7. ADMINISTRATION OF THE CODE OF CONDUCT

7.1. Supervision and control body

ORLIMAN's supervision and control body, known as the Corporate Social Responsibility Committee, shall actively promote and foster dissemination of and compliance with this Code of Conduct, to which effect the following measures shall be adopted:

(i) The management body of the company shall appoint a ***supervision and control body***, which shall be responsible for monitoring compliance with the rules contained in this Code of Conduct.

(ii) The Corporate Social Responsibility Committee carries out the following functions, among others:

(a) Ensuring compliance with the Code of Conduct.

(b) Supervising the effectiveness of and compliance with the Code of Conduct and related regulations.

(c) Establishing and implementing the necessary procedures for compliance with this Code of Conduct and related regulations.

(d) Establishing an information programme to ensure that ORLIMAN's staff know about, undertake and accept this Code of Conduct and related regulations.

(e) Responding to queries from staff required to comply with this Code of Conduct, in relation to the application of the Code of Conduct to ensure that ORLIMAN's activities are properly carried out.

(f) Preparing an annual management report for subsequent submission to the management body.

(g) Assessing and proposing to ORLIMAN's Management (CEO) disciplinary measures in the event of non-compliance.

(h) Maintaining and keeping a register of all incidents that occur at ORLIMAN regarding compliance with this Code of Conduct and associated regulations, as well as related documentation, and ensuring confidentiality in all cases.

(i) Adopting the necessary measures to ensure the confidentiality of processed disclosures and making sure that they are used exclusively for the purposes provided for by law.

(j) Informing the authorities about the results of investigations carried out in the event of criminal offences.

(k) Representing ORLIMAN in judicial and public authority proceedings instituted to hold the company to account for matters of a criminal or disciplinary nature, unless such representation, by legal provision, judicial or public authority ruling or decision of ORLIMAN's management body, is determined to be under the remit of another body, department, director, manager and/or representative of ORLIMAN.

7.2. Disciplinary procedure

ORLIMAN shall implement the necessary measures for the effective application of this Code of Conduct.

No person, regardless of seniority, position or function, is authorised to request that a partner, member of staff and/or any other person (whether inside or outside ORLIMAN) commit an illegal act that contravenes the provisions of the Code of Conduct. Likewise, no partner, member of staff and/or any other person (whether inside or outside ORLIMAN) can justify

conduct that is improper or illegal or contravenes the provisions of the Code of Conduct by claiming that they were following the instructions of a superior.

ORLIMAN's employees have the right and duty to report any breach of the principles contained in the rules that form part of this Code of Conduct and related regulations concerning the good governance of the company to the Corporate Social Responsibility Committee.

7.3. Definitions

For the purposes of these Regulations, the following definitions shall apply:

- **Activities:** any action, function and work carried out by ORLIMAN, its directors, managers and employees in the fulfilment of its corporate purpose.
- **Directors:** members of ORLIMAN's management body.
- **External advisors:** natural or legal persons who provide consulting, advisory or similar services to ORLIMAN and who, as a consequence, have access to privileged and/or confidential information.
- **CC:** Royal Decree of 22 August 1885, through which the Commercial Code was published.
- **Criminal Code:** Organic Law 10/1995 of 23 November concerning the Criminal Code.
- **Sectoral codes:** these are particular matters relating to ORLIMAN's activities that, due to their characteristics, require more detailed and specific regulation than that included in this Code.
- **Company or ORLIMAN:** the company ORLIMAN.
- **Manager:** a person within the central organisation of the company who is responsible for a General Manager's office, Deputy General Manager's office, division, functional area and/or department, and reports directly to the CEO.
- **Supplementary documentation**: this refers to the rules, documents and/or circulars issued by ORLIMAN in order to complete, clarify and/or amend the provisions of this Code or sectoral codes.
- **Confidential documents:** privileged material, whether written, audio-visual, computer, digital or any other kind.
- **Civil servant:** employees of national, regional and local government departments, agencies and authorities, legislative and judicial bodies and state enterprises or public organisations, whether national or international in nature. This term also applies to public-sector employees in other countries.

- **Personal transactions:** any kind of transaction performed by persons subject to this Code or related persons associated with the values affected by this Code.

- **Corporate Social Responsibility Committee:** the competent body responsible for the supervision and resolution of disputes over the application of these regulations.

- **Staff or employees:** all directors, managers and other employees of ORLIMAN, whatever the nature of their employment contract, when acting on behalf of ORLIMAN, whether they do so directly or indirectly, by themselves, through an intermediary or through a company or other type of controlled entity.

- **Related person:** any person who is in any of the following situations in relation to the staff of ORLIMAN or its corporate structure:

  - Spouse or partner.

  - Ascendant, descendant or sibling.

  - Ascendant, descendant or sibling of spouse or partner.

- **Partners:** natural or legal persons who become part of ORLIMAN as partners in accordance with ORLIMAN's By-laws specifically linked to conditions of compliance and expectations contained in the By-laws of the entity and any other regulations passed by the governing bodies of ORLIMAN.

7.4. Acceptance

Employees of ORLIMAN and the other companies and/or entities that form its corporate and/or organisational structure, present or future, must carry out their work in accordance with the rules established in this Code of Conduct. They must expressly state in writing that they have received a copy of this Code of Conduct for reading and acceptance. Ignorance of the Code of Conduct shall not be accepted as a valid defence.

Article 8. WHISTLEBLOWING CHANNEL

8.1. Improvement policy

1. Staff and employees of ORLIMAN must inform, with full confidentiality in all cases, the Corporate Social Responsibility Committee of any incidents in which they believe that non-compliance with this Code of Conduct has occurred.

2. Incidents can be reported to the Corporate Social Responsibility Committee by any member of staff or employee.

3. ORLIMAN shall publicise the existence of this channel to members of staff and employees and explain the procedure for reporting such incidents confidentially through the company's internal network as part of its policy of improvement.

4. ORLIMAN's staff and employees may use the same means of communication to query or seek clarification or assessment from the Corporate Social Responsibility Committee regarding this Code of Conduct, sector codes, supplementary documentation or any applicable regulations.

8.2. Confidentiality

The Corporate Social Responsibility Committee guarantees staff and/or employees absolute confidentiality for the disclosures that they make.

8.3. Disclosure processing procedure

Once a disclosure is received, the Corporate Social Responsibility Committee initiates an investigation into the facts of the case for the purposes of clarification.

The disclosures filed are entered into a register by the supervision and control body. For each of them, all actions carried out and documentation generated for processing and resolution is kept up to date.

The Corporate Social Responsibility Committee may request any information that it deems necessary, either documentary or through personal interview, from those involved, including heads of divisions, areas, units and departments, managers or members of the management body, and respect, in all cases, the obligation to process the information received during the course of the investigation confidentially.

Staff and/or employees must provide (by any of the above means of communication) any information or evidence of which they have knowledge while the investigation is being carried out. In this regard, cases that are closed due to lack of evidence at first may be reopened and reinvestigated in the event that new information comes to light.

After examination and investigation, the Corporate Social Responsibility Committee shall carry out one of the following actions:

i. If it is concluded that the disclosure is unfounded or lacks the necessary gravity, the file shall be closed and the person making the disclosure informed.

ii. If, after assessment in conjunction with the relevant departments, it is concluded that the non-compliance has caused a situation of criminal risk, measures that are considered

appropriate to minimise the risk or prevent it from reoccurring in the future shall be proposed, including the possibility of informing staff using the different means available to the organisation (training, circulars, notices), in coordination with the departments responsible.

If the disclosure affects a member of the Board of Directors, and after investigation there is evidence of irregular activity, the Corporate Social Responsibility Committee shall inform the Board of Directors and indicate that the person or persons implicated should not be present when the matter is discussed and a resolution adopted. All organisational units implicated in a disclosure must cooperate in its investigation and provide the assigned manager with as much information and documentation as they can contribute in order to facilitate its clarification.

Any investigation into a disclosure must conclude with a written report issued by the Corporate Social Responsibility Committee, in which its conclusions on the case are presented and agreed upon.

If the investigation carried out by the Corporate Social Responsibility Committee finds that irregular activity has taken place, ORLIMAN shall impose the appropriate penalties on the staff or employee.

The Corporate Social Responsibility Committee shall keep a record of all of the disclosures that it receives. This register of disclosures must comply with all applicable data protection regulations.

8.4. Prohibition of retaliatory action

1. ORLIMAN may not take any retaliatory action that is likely to have negative consequences for the employee or staff due to their fulfilment of the obligation to report activity that could constitute a breach of this Code of Conduct and related regulations.

2. Prohibition of imposing penalties on staff and/or employees derives from the need for effectiveness in complying with this Code of Conduct and reflects its spirit and purpose.

3. Notwithstanding the above, ORLIMAN believes that staff and/or employees should use the whistleblowing channel responsibly, avoiding self-serving or unfair use. Consequently, in the event that ORLIMAN, after conducting the appropriate investigations, concludes that the disclosure filed was false and made in bad faith, it may adopt the disciplinary measures provided for in this Code of Conduct or applicable legal provisions.

8.5. External audits

The management body, through the Corporate Social Responsibility Committee, may appoint the external advisors that it deems appropriate to independently verify and check effective compliance with this Code of Conduct and provide them with complete freedom of judgement.

Article 9. COMPLIANCE AND INTERPRETATION

9.1. Compliance

ORLIMAN must comply with the rules contained in this Code of Conduct.

Failure by staff and/or employees to comply with the guidelines contained in this Code of Conduct shall be considered serious misconduct and the existing legislation in force at the time shall be applicable. Furthermore, any criminal penalty resulting from a breach by an employee of this Code of Conduct may result in the termination of the employment relationship with ORLIMAN on the grounds of misconduct.

9.2. Interpretation

The Corporate Social Responsibility Committee shall be responsible for interpreting the rules contained in this Code of Conduct and ORLIMAN's Criminal Risk Prevention Manual, and harmonising its interpretation with other manuals, procedures, guidelines, orders and instructions with the aim of ensuring that the company carries out its activities as well and as effectively as possible.