



CODE OF ETHICS

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1 ■ Object and field of application

The Ethics Code contains a systematized collection of **guiding principles and the regulatory standards of the behavior of INGECID** Research and Development of Projects, S.L., hereinafter INGECID, of the people that integrate the company in the framework of its professional activities, and the relationships that, as a cause of these activities, are established between them or with third parties, all this to ensure that its activities not only conform to current law but also responds to demanding **standards of professionalism, integrity, and sense of responsibility.**

Its content is complemented by INGECID's internal policies, rules, and procedures to which the Code itself refers.

The Code and the rules that complement it apply to the INGECID staff and management and to those who, for maintaining a close or permanent partnership with INGECID, are subject to compliance with the rules that affect them or that are mandatory because of the nature or purpose of their activities.

INGECID will ensure that collaborators, suppliers, contractors, and others who have professional relationships with INGECID **know the**



aspects of the Code that affect them and, as soon as necessary and dependent on INGECID they will be required to behave in line with the principles and rules set out therein.

The terms **“people who are part of the company”, “staff”, “management”, “professionals working for INGECID”,** etc. used to designate persons bound by the rules of the Code should be understood extensively, as a generic reference to all those within their subjective scope.

The Code will be given maximum dissemination and will be available on the web and the INGECID server.

Responsibility of the staff

The responsibilities of the staff, concerning this Code, are:

- **Understand and uphold** the Code of Ethics.
- Demonstrate commitment to INGECID’s **values and culture** by carrying out business activities with the highest integrity.
- Know and follow applicable **laws and regulations**.
- Speak up; **report all violations** of the Code using the established channels.
- **Cooperate and communicate** sincerely during internal investigations



Management responsibility

Management's responsibilities, concerning this Code, are:

- **All the employee responsibilities, plus:**
- Ensure that all their subordinates receive the necessary training and **information to perform** their work following our Code.
- Encouraging **open communication, feedback, and discussions.**
- **Be available for employees** to ask questions and raise concerns.
- **Recognize and reward** ethical behaviors.
- Take all concerns seriously and **respond promptly.**



2 ■ Principles of action

The principles that constitute the ultimate basis for the standards included in this Code include **ethical, transparent, and socially committed action**, as recognition of the role and responsibility of private entities in the **adequate development and progress of the Society** and ensuring **respect for the legitimate rights** of all-natural or legal persons with which it relates and those of the Society in general. This implies:

Equity in relationships with staff, management, and people or collaborating companies, requires objectivity in your selection and promotion, remuneration and adequate and reasonable conditions of collaboration, and non-discrimination based on race, political ideology, religious beliefs, sex, or social status.

Strict compliance with laws and contracts and their obligations, as well as good commercial practices.

Commitment to transparency and veracity in the offers of products and services, and the information provided to suppliers, customers, and the public, as well as the search for permanent excellence in the provision of the contracted services.



Development of sustainable business and activities over time and respectful of the environment, environment, and social interest.

Reciprocal respect and full consideration of human rights and values govern INGECID relations with and between people.

Compliance with current legality

Effective observance of this principle requires that **all persons who are part of INGECID identify with it**, strive to know the rules on their professional activities, and endeavor to comply with it as soon as it applies to them, considering not only their wording, but also their **spirit and purpose**.

Likewise, they must act regarding **good commercial practices and uses**, as well as contractual obligations, considering that honoring the agreed and complying, **in good faith and promptly**, to the commitments made is, in addition to an elementary duty of justice, guaranteeing our credibility as a company.

Respect and safeguarding of human rights

INGECID promotes that the **ten principles** that make up the **United Nations International Covenant on Civil and Political Rights** are scrupulously respected within the organization.

This implies that, within its sphere of influence, it must act decisively in favor of the defense of human rights contained in the **“International Charter of Human Rights”**, and ensure that it is not responsible, by action or by omission, for any form of violation of those rights.

INGECID is committed to **respecting, defense, and the protection of human rights** in the Conventions of the International Labor Organization (ILO) and the Declaration of Fundamental Principles and Labor Rights.

Therefore, INGECID and its members should contribute to:

- Offer **decent employment**.
- **Avoid discriminatory practices** or any that undermine the dignity of people.
- **Reject child labor and forced or compulsory labor**.



- **Respect the freedom of association** and collective bargaining of its employees, as well as the role and responsibilities that fall within the representation of workers under the legality in force.
- **Implement monitoring procedures**, which allow to identify with due diligence, possible situations of risk of human rights violations, and establish mechanisms to prevent and mitigate such risks.

Social responsibility

Aware of the role and responsibility of private entities in the proper development and progress of society, INGECID seeks to act in a socially responsible manner, and it is proposed, as a permanent aspiration, to reconcile the objectives of the company with the legitimate interests of the so-called **“interest groups” with which it relates (staff, management, partners, customers, suppliers, etc.)** or in which its activity impacts.

Respect for the environment

The development of sustainable business and activities over time and respect for the environment and social interest are part of INGECID’s basic principles of action.

INGECID has established an **Environmental Policy**, that defines, as basic criteria to be followed by the staff and management:

- **encourage continuous improvement and pollution prevention** to make the development of our activity compatible with the conservation of the environment, and
- **encourage reuse, recycling, and resource management.**

These principles are transmitted to suppliers and external partners, as well as the need to align with these principles and compliance with the appropriate environmental procedures and requirements in each case.



Confidentiality

Confidentiality of information

The information is the property of the company, and its security is the responsibility of the staff, management, and collaborators of INGECID, who are obliged to protect it and to carry out its activities following established safety rules and procedures, and to avoid any risk, internal or external, of non-consensual access, manipulation, or destruction, both intentional and accidental.

INGECID's staff, management, and collaborating persons or companies will not use the information at their disposal for purposes other than those which, because of their work or professional activity, justify their access to it.

For these purposes, information that is **expressly classified as confidential**, information which is reasonable to understand as confidential by its nature, transcendence or meaning, and any other information, the disclosure of which may cause damage to INGECID is treated as confidential.

Particularly, information relating to customers, employees, suppliers, strategic plans, financial, commercial, statistical, legal, or similar information shall be considered confidential and treated as such. Information relating to third parties known to which the person concerned is aware due to his relationship with INGECID shall also be considered confidential. In case of doubt, any information shall be considered confidential until otherwise indicated.

Protection of personal data

INGECID complies with current data protection legislation and has established procedures and measures to protect the confidentiality and ensure the correct use of information relating to identified or identifiable natural persons (name, surname, age, health data, image, sound, economic data, etc.).

Transparency

The trust placed in INGECID by the different stakeholders is based on the **transparent, truthful, and complete information that the company provides in all areas of its activity**.



The staff and management must ensure that the information they provide, both internally and externally, is **accurate, clear, and truthful, and in no event will they knowingly provide incorrect, incomplete, inaccurate** information or that may mislead the recipient.

The request for any type of grants, aid, or funds from the **Public Administrations** will be processed with the application of the principles of veracity and transparency as to the fulfillment of the conditions required for its grant and with strict application of the amounts received in such a respect for the purposes or activities for which the grant, aid or funds have been granted.

This principle of transparency and veracity of information will also apply in internal communication.

People who enter any type of information into INGECID's systems must ensure that it is rigorous and reliable. **All INGECID economic transactions must be clearly and accurately reflected in the relevant records, systems, and/or files, ensuring proper custody** and retention of information within the time limits provided for by law.

Mark and corporate reputation

Among INGECID's intangible assets, **the brand and corporate reputation take a pre-eminent place**. Any conduct that may cause harm to the image of the company must be avoided and, consequently, refrain from using its name, mark, or distinctive signs for purposes other than those authorized by the company or allow, because of an action carried out in a personal capacity or without proper authorization, INGECID's reputation is misplaced or impaired.

The staff must have express authorization to speak on behalf of INGECID or participate due to its position or relationship with INGECID in any forum or public media (media, social media, professional days, seminars, and any other event that may be publicly available).



Intellectual and industrial property

INGECID's staff, management, and partners must **respect the intellectual property and the rights or licenses of use** held by the company concerning courses, projects, programs, and computer systems, manuals, videos, knowledge, processes and, in general, any work created or developed at INGENICID, either because of your professional activity or third parties, limiting its use solely and exclusively to the exercise of such professional activity.

In addition, the intellectual and industrial property rights held by any third party will be respected. **No program, manual, documentation, or information of any kind belonging to third parties will be used in INGENICID without proper authorization.**



3

■ Behavior guidelines

Relationship with and between the staff

Respect for people

INGECID promotes a favorable working climate, in which the capacities are fostered and the interests of all the people who are part of the organization are respected, as an essential condition for achieving excellence in the development of services.

INGECID does not tolerate:

- **Violent, hostile, offensive, or humiliating behavior.**
- **Unwanted physical contact.**
- **Sexual harassment.**
- Harassment or **discrimination based on religious or political beliefs**, or the absence thereof.
- Harassment or **discrimination based on age, color, race, nationality, ethnicity, sex, sexual orientation, disability, or**



other characteristics protected by law.

- **Verbal, written or graphic humiliating statements** addressed at any person or group of the staff.

Diversity gives INGECID a competitive advantage, through increased creativity, growing reputation, and quality of human capital, helping to better serve the interests of an equally diverse clientele.

Reconciliation of work and personal life

INGECID believes that an active and structured policy on equality and conciliation promotes productivity and facilitates a balance between work, personal, and family life for all the staff, committing to drive initiatives that bring effective progress. Management and staff will make it easier for people on the team to enjoy without restrictions the measures provided for in that policy.

Prevention of occupational risks

INGECID provides safe and healthy working environments, thus ensuring people's right to the protection of their health and integrity.

The people of the team have the right and duty to communicate, through the channels established for this purpose, any situation in which occupational safety and health are being endangered.

Relationship to the customer

INGECID assumes and promotes commitment to the quality of its services and acts under best practices. All INGECID people must take care of customer relations, acting with integrity, aiming at the highest levels of quality and excellence in the provision of services, seeking the development of long-term relationships based on trust and mutual respect.

Agreements must always be made in writing and accordance with INGECID's policies and applicable laws. In the agreements, INGECID:

- Gets orders based on **superiority of services and competitive prices.**
- **Presents its services and products honestly** and directly.



- **Consistently meets commitments.**
- **Avoids unfair or deceptive business practices.**
- **Focuses on high-quality service.**

Relations with suppliers, partners; collaborators, and subcontractors

INGECID views its relations with suppliers, partners, collaborators, and subcontractors as based on the quality of the services and products and the integrity of their business practices, guaranteeing, in addition to socially responsible action, transparency, and equal treatment.

INGECID refuses to engage with third parties whose conduct is incompatible with this Code.

The staff participating in the selection processes of such persons or companies:

- are mindful that the selection and procurement of goods or services must be **carried out through a fair procedure** and following technical and professional **objectives and economic criteria.**
- refuse and, under no circumstances, request incentives, commissions, gratuities, favors, or advantages, **avoiding any behavior that may be deemed inappropriate or unlawful.**
- **do not incur a conflict of interest.**

Anticorruption, bribery

INGECID is against unethical practices aimed at inappropriately influencing people's actions and willingness to gain benefits. INGENICID also does not allow other persons or entities to use these practices with their staff. **No person of INGENICID shall admit or practice bribes or offer benefits for the benefit of third parties who are at the service of any organization (public or private) to obtain advantages or conduct business, whatever its nature,**



denouncing through established channels all uses of corruption come to their knowledge.

Responsibility when giving and receiving gifts, hospitality, and travel

The staff and the management of INGECID may not request or accept, either directly or indirectly, gifts, commissions, discounts, invitations, or other benefits or favors from suppliers, customers, or any person or entity related or pretending to relate with INGECID.

Without prejudice to the generality of the foregoing, attention, or gifts of mere courtesy or of symbolic or reduced value that simultaneously meet the following requirements may be accepted:

- They are not contrary to the principles of **ethical action and transparency** adopted by INGECID.
- **Do not harm INGECID's image or reputation.**

- They are permitted both by the applicable **legislation and domestic regulations** of each country and by local customs and customs.
- They do not consist of **amounts of money** or securities and goods easily liquidated in cash.
- They are delivered or received **transparently** and on an occasional basis, according to a generally accepted courtesy business practice or social use.
- They consist of objects or **attentions with a symbolic or economically irrelevant value** and, in any case, less than 100 euros (or its equivalent in the corresponding currency) and what the legislation dictates.
- They are not perceived as influencing the **decision-making** of the INGECID staff or management.

If a person receives a gift that **exceeds the maximum amount set, or that raises doubts about its adequacy**, they must inform **their superiors**, who will decide whether to return it or, where appropriate, the destination to be given. In addition, the case will be raised in the **Ethics Committee (4.2)**

The gifts made on behalf of INGECID are characterized by being intended to promote the brand image of the company and will



be made exclusively by the expressly authorized staff. Therefore, and outside this rule, in the field of its professional activity, gifts, services or any other kind of favor may not be offered to client companies, suppliers, partners, or any other person or entity that maintains or may maintain relations with INGECID.

Fair competition

Antitrust laws promote the independence of each company when making decisions about sensitive competitive factors such as price and contractual conditions. The following should not be done or discussed with competitors:

- **Setting or coordinating prices**
- **Sharing information** about prices, profits, or profit margins
- Facilitate **collusive or rigged bidding**
- **Boycotting** other companies (competitors, suppliers, or customers)
- **Split or assign markets**, territories, or customers
- Exchange or **share any unpublished information** concerning prices or any other competitive information with a competitor

All this, in addition, considering that in the sectors in which INGECID works there is great interconnectivity, and a company competing for one project can be a supplier or client in another, and partner in another. Special care will be taken not to share or discuss, intentionally or accidentally, information that could lead to unfair competition or to compromise confidential or proprietary business information.

Conflict of interest

INGECID considers as an essential value the **loyalty** that, on the other hand, is compatible with the possibility that the staff or management can carry out other business or professional activities if they are legal and do not enter collision with their responsibilities at INGECID. Accordingly:

- Action will be taken with **loyalty and in defense of the interests of the company**.
- The staff and management should **refrain from participating in any activity that may give rise to a conflict of interest with their work at INGECID**. They shall also refrain from representing the company, intervening in, or influencing the decision-making of matters in which, directly or indirectly, they, their



family members, or close persons have a personal interest.

- **Persons who may be affected by a conflict of interest** shall, before any decision on the matter in question, communicate it to the management of their company, to ensure that the necessary measures are taken to prevent their impartiality may be compromised.



4 ■ Compliance and notifications

To ensure the implementation of the Code, as well as the monitoring and control of its compliance, the Ethics Committee is established, which shall have the following competencies, composition, and operating regime:



Ethics committee

Competences

The main functions of the Ethics Committee are:

- **Advisory:** resolve queries on the interpretation of the principles and guidelines for action contained in this Code and advise on how to act in certain situations.
- **Resolutions:** analyze and resolve complaints about non-compliance with the Code.
- **Surveillance:** ensure compliance with the Code of Ethics and propose the updating of its content to adjust it to the changes that occur in the company, the market, society, and legislation.
- **Promoters:** disseminate and promote among employees the values and rules of action established in this Code.

Composition

The Ethics Committee will be composed of Management, Technical Management, Heads of the Integrated Management System, and Project Department manager.

Operation and notifications

Anyone at INGENICID who has doubts about the **application of the Code**, or who observes a situation that could result in a breach or violation of any of the principles and ethical or conduct standards set out in this Code, shall report it to the **Ethics Committee**, that will act within the scope of its advisory functions or resolving complaints that may arise for non-compliance with the Code.

Proposals, consultations, and complaints may be made to the attention of the Ethics Committee, in the following ways:



-Preferably by email: info@ingecid.es

-By traditional mail:

INGECID
A/a. Comité de Ética
E.T.S. de Ingenieros de Caminos, Canales y Puertos,
CDTUC-Torre Anexa, Planta 3ª Módulo 1104,
Avda. de los Castros nº 44
39005 Santander (Cantabria)

- Through the Google form

The consultation or complaint must contain at least the following information:

- **Identification of the person** making the consultation or report.
- **In the case of denunciation, the circumstances of the complaint must be detailed and the evidence supporting it should be accompanied**, as far as possible. Those responsible for the alleged irregularity shall be identified.
- **In the case of consultation**, the article of the Code on which clarification or interpretation is sought shall be indicated and the subject matter of the consultation detailed as accurately as possible.

The Ethics Committee will know and resolve the complaints and inquiries received, giving them in each case the treatment it deems most appropriate, will act in each intervention with full independence and full respect for the persons concerned, and will ensure, always, confidentiality in the treatment of complaints and inquiries.

Staff and management have a duty to **cooperate in investigations** into possible breaches of the Code.

INGECID guarantees that there will be no retaliation for reporting a breach of the Code of Ethics, nor for having participated in any investigative proceedings.

The decisions of the Ethics Committee are binding on the company and its staff.

Failure to comply with any of the criteria for action contained in this Code of Ethics will be sanctioned following the current disciplinary regime, without prejudice to any other responsibilities that may have been incurred.

The Ethics Committee will report annually on the activity carried out, both in the field of interventions, consults, and resolutions, as well as actions to promote the Ethics Code.

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