

**INTERNAL REPORTING
SYSTEM MANAGEMENT
PROTOCOL**

VALL COMPANYS GROUP



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1. PURPOSE OF THE INTERNAL REPORTING SYSTEM

In accordance with current legislation, and in order to promote a corporate culture based on ethical and regulatory compliance, as well as to prevent, detect and react to breaches of the law, the Code of Ethics and other internal rules, the Group has drawn up an Internal Reporting System management protocol.

Its purpose is to establish a procedure for managing the Internal Reporting System and all information received from employees, directors, partners, suppliers and other stakeholders regarding events which contravene the law, the Code of Ethics and/or the internal rules. The cooperation of everyone in detecting possible irregular conduct is of great importance to enable this preventive work.

The existence of this Internal Reporting System does not preclude the lodging of complaints through other existing external channels at European, national or regional level, such as the Independent Whistleblower Protection Authority or before the corresponding regional authorities or bodies.

This protocol has been drawn up following the guidelines and principles set out in Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of Union law (Whistleblowing Directive) and in the transposition thereof, Law 2/2023, of 20 February, regulating the protection of persons who report regulatory breaches and the fight against corruption (Whistleblower Protection Act).

2. SCOPE OF APPLICATION

Anyone who becomes aware of any breach of the legal regulations in force, which contravenes the commitments set out in the Code of Ethics or which violates the policies, rules or procedures of the company, has the duty to report such conduct through the Internal Reporting System in a diligent manner.

Accordingly, the Group shall channel and facilitate the **safe reporting** of any notification regarding:

1. Any acts or omissions that may constitute breaches of European Union law, provided that:

- a. They fall within the scope of the European Union acts listed in the Annex to Directive (EU) 2019/1937 on the protection of persons who report breaches of Union law.
 - b. They affect the financial interests of the European Union as referred to in Article 325 of the Treaty on the Functioning of the European Union (TFEU);
 - c. They affect the internal market, as referred to in Article 26(2) of the TFEU.
2. Any act or omission that could constitute a serious or very serious criminal or administrative offence or any breach of the rest of the legal system.
 3. Any action contrary to the policies, protocols, procedures and internal codes that the Group has established in the area of Compliance.
 4. Any indication, suspicion or evidence of unethical, discriminatory or anti-equality behaviour and possible workplace and/or sexual harassment.
 5. Any suspicious transaction, incident or risk in the area of "Prevention of Money Laundering and Terrorist Financing", fraud, corruption or existence of conflicts of interest.

The Internal Reporting System should be seen as a tool for the notification of irregularities or non-compliance. Therefore, it should not be used indiscriminately, but only for the purposes for which it was designed.

The Internal Reporting System is defined as a confidential tool (see Point 7) and its use shall not entail reprisals (see Point 8).

3. METHOD FOR SUBMITTING COMPLAINTS

In accordance with the provisions of Article 8 of Law 2/2023, of 20 February, the People Development and Management Department has been placed in charge of the Internal Reporting System.

The system will be managed jointly with the Vall Companys Group Ethics Committee.



Complaints may be made anonymously; otherwise the identity of the whistleblower will be kept confidential. They may be submitted in writing and/or verbally through the following channels:

- The reporting channel: canalcomunicacion@vallcompanys.es
- By post: Vall Companys Group Compliance Officer, Rebés-Ferrer Travessera de Gràcia, 18, 4ª 08021
- By phone: Vall Companys Group Compliance Officer, +34 933 68 27 38
- Face-to-face meeting, at the request of the whistleblower within a maximum period of 7 days. This meeting may be held with the head of the company's People Development and Management Department, who must inform the Ethics Committee as soon as possible.

In the case of verbal reports, subject to the consent of the whistleblower, these will be diligently documented through a recording of the conversation in a durable, secure and accessible format or by means of a complete and accurate transcription of the conversation made by the personnel responsible for dealing with it. The whistleblower may verify, correct, and approve the transcription of the conversation through their signature.

It is recommended that the reports made through these channels contain, as a minimum, the following elements:

- Identity of the accused: name and surname(s), as well as any other known details considered relevant for the identification of the alleged offender.
- Reason for the complaint: description of the facts or circumstances that, in the opinion of the whistleblower, constitute a breach or irregularity.
- Concrete evidence to support the complaint: all documents available to support the belief that the irregularity described in the reason for the complaint has been committed.
- Where appropriate, the whistleblower may provide an address, email, or secure location for the purpose of receiving notifications. Likewise, the whistleblower may expressly waive, at any time, the receipt of any communication regarding the actions taken as a result of the complaint.

4. RECEIPT OF THE COMPLAINT

4.1 Acknowledgement of receipt

Upon receipt of a complaint, the whistleblower must be notified of its correct receipt, through the same channel with which it was submitted, within a period not exceeding 7 working days from the day following its receipt, unless this acknowledgement is not possible because the complaint was anonymous, the person has waived their right to receive communications, or such acknowledgement might jeopardise the confidentiality of the communication.

In the case of a report involving behaviour covered by the "Protocol for preventing and dealing with workplace and sexual harassment in the company", said protocol will be activated following the procedure outlined therein.

4.2 Receipt and registration

The Group will maintain a logbook of the information received and the internal investigations that may arise, ensuring, in any case, compliance with the confidentiality requirements established by law.

In accordance with the above, a file will be opened for each complaint received, which will be registered in the Complaints Management System and assigned an identification code.

The following must be registered throughout the process:

- Complaint date and method of receipt
- Identification code
- Individuals who, in one way or another, are included in the complaint
- Brief summary of the facts
- Acceptance or rejection of the complaint
- All actions taken
- Evidence collected
- Measures adopted
- Date of closure

4.3 Analysis for acceptance or rejection

Once the complaint has been registered, the Ethics Committee must conduct an initial assessment to determine whether the complaint clearly and evidently presents facts constituting a breach, irregularity, or non-compliance with current legal regulations, the commitments outlined in the Code of Ethics, or the policies, rules, or procedures of the company. Based on the outcome, it must decide whether to:

- Reject the complaint, by means of a reasoned resolution, when the described facts are of a different nature to those included for the acceptance of the complaint.
- Accept the complaint for processing. This will be proposed when the reported facts suggest that an illicit act or actions contrary to the principles and values of the Group may have been committed. The acceptance of the complaint will be communicated to the informant unless the report is anonymous, the person has waived their right to receive communications, or the confidentiality of the notification could be jeopardised. After accepting the complaint, the Ethics Committee may choose to personally conduct the investigation or appoint an investigator to handle the investigation phase. In any case, it is the responsibility of the Ethics Committee to inform the company's management of the initiation of these proceedings. If the complaint is directed against the company's Manager, General Management will be notified.

In the event that the complaint is directed against any member of the Ethics Committee, or if any circumstance arises that creates a conflict of interest for any of them, said individual will abstain from participating in the decision to admit or reject the complaint, as well as in all matters concerning the process of investigation, evaluation and decision on the complaint.

Finally, the Ethics Committee or the appointed investigator is duty-bound to maintain the utmost confidentiality in relation to any complaint received, whether or not it is rejected, with regard to the whistleblower and the accused, and must refrain from encouraging any type of reprisals against the whistleblower.

5. INVESTIGATION

Upon receipt of the complaint and its acceptance, the Ethics Committee or the appointed investigator will order the launch of the corresponding internal investigation, in order to:

- a) Clarify the reported facts
- b) Identify the persons responsible for the reported conduct

- c) Gather the relevant evidence for its discovery

The maximum period for conducting the investigation must **not exceed 3 months** from the receipt of the report or, if no acknowledgement of receipt was sent to the whistleblower, 3 months from the expiration of the 7-day period following the communication. An extraordinary extension of up to 3 additional months may be authorised when it is proportional to the nature and complexity of the facts under investigation, for which a reasoned decision must be issued.

During the investigation process, the Ethics Committee or the appointed instructor will carry out all those actions and consultations deemed necessary to ascertain the accuracy and veracity of the information received, as well as to clarify the facts.

Upon deciding to open the case file, the Ethics Committee or the appointed investigator will contact the accused, identifying themselves as the party responsible for investigating the complaint, and briefly inform them of the facts attributed to them and of the main milestones that may occur during the investigation. In the same communication, the accused will also be informed of their right to submit written pleadings and of the processing of their personal data.

Under no circumstances will the subjects under investigation be notified of the identity of the whistleblower or be given a copy of the complaint, all in the interests of protecting the whistleblower.

5.1 Means of investigation

During the investigation phase, all legally permissible and valid actions may be taken to investigate the reported facts, always respecting the principle of proportionality. It must be ensured that the measure is exceptional (there are no less burdensome investigative actions to achieve the intended objective), necessary (the investigation may be compromised without its implementation), and suitable (it should serve the purposes of the investigation).

All employees and members of the Group's management bodies are obliged to cooperate as required by the investigating body and, if necessary, to assist in the investigation. Their involvement will be strictly confidential.

The following are lawful means of investigation:

1. Interview with the person or persons under investigation, preceded by a reading of their rights and guarantees:
 - Right to be informed of the facts under investigation and to be heard at any time.
 - Right to inspect the case file, without disclosing information that could identify the whistleblower.
 - Right to be informed whether the interview will be recorded and documented.
 - Right to submit written pleadings and to propose investigative measures.
 - Right to the presumption of innocence and the right to honour.
2. Interview with the whistleblower. If possible, they should be notified beforehand that any type of reprisal or attempted reprisal against them as a result of filing the complaint is prohibited. They will be informed that communication will remain open throughout the investigation and that they may be asked to submit additional information.
3. Interview with witnesses who may have knowledge of or have witnessed the alleged events.
4. Examination of any type of documentation and request for such documentation from the relevant individuals or legal entities.
5. Recovery and analysis of information stored on electronic devices, using software and hardware tools that preserve the integrity of the evidence, with absolute respect for current legality and the provisions of the Code of Ethics.
6. If it is essential for clarifying the facts, surveillance measures may be adopted using detectives or electronic, telematic, or audiovisual means, provided they adhere to criteria of reasonableness, suitability, and proportionality. The employee's right to privacy the right to the secrecy of communications should always be safeguarded.
7. Requesting external assistance from other professionals
8. Any other steps that the investigator deems necessary to clarify the facts.

At the end of all conducted interviews, a brief record of the meeting will be drawn up, and it will be signed by the interviewee as proof of their consent. Evidence of all actions taken will also be documented.

5.2 Issuing of a report

Once all the proceedings have been completed, the Ethics Committee or the appointed investigator will issue a report on the procedures carried out. If the investigation was carried out by the appointed investigator, and therefore, they are the one issuing the report, it must be submitted to the Ethics Committee.

This report must contain at least:

- A statement of the reported facts together with the identification code of the complaint and the date of its receipt.
- The actions taken in order to clarify the facts, the assessment of the evidence and the indications obtained.
- The conclusions of the investigation, identifying any weaknesses that may have led to the situation, and proposing an action plan to address the identified weakness.

6. MEASURES

Once the report has been issued, the Compliance Officer will be responsible for taking the appropriate internal measures, without prejudice to any administrative or other responsibilities that may correspond to the Courts.

They will adopt, in as short a time as possible, one or more of the following decisions:

- Closure of the file: determine whether the investigation has not yielded any information that requires further actions due to insufficient evidence of the alleged commission of a criminal act, or in any case, whether the facts are of such limited relevance that they do not warrant further proceedings. In this case, they will decide to close the file, accompanied by a reasoned and detailed explanation, and notify this decision to the whistleblower and, if applicable, to the accused.

- Referral to the corresponding administrative authority. If the reported facts could be the subject of an administrative offence, they will be brought to the attention of the corresponding body for the launch of the appropriate disciplinary proceedings.
- If the reported facts may lead to disciplinary action against an employee of the Group, the report will be forwarded to the head of the Human Resources Department for the purpose of adopting, if necessary, the measures applicable according to current labour regulations.
- Referral to the Public Prosecutor's Office. If the reported facts could constitute a crime, they will be brought to the attention of the Public Prosecutor's Office. If the offence affects the financial interests of the Union, it will be referred to the European Public Prosecutor's Office.

7. WHISTLEBLOWER PROTECTION AGAINST RETALIATION

Individuals who report any kind of breach, as outlined here and in good faith, are protected against any form of retaliation, discrimination, and penalty with regard to any submitted communication. In this regard, acts constituting retaliation, including threats of retaliation and attempted retaliation, are expressly prohibited.

For clarification purposes, retaliation refers to any act or omission that is prohibited by law, or that directly or indirectly involves unfavourable treatment that places the individuals who suffer them at a particular disadvantage compared to another in the employment or professional context, solely because of their status as whistleblowers or because they have made a public disclosure.

8. CONFIDENTIALITY AND PERSONAL DATA PROTECTION

This Group will document in writing all the actions carried out as part of the procedure of reporting of breaches and the processing of the corresponding case, and will

preserve this documentation in accordance with the confidentiality requirements and retention periods established by other mandatory regulations.

The processing of personal data carried out by virtue of the actions carried out within the framework of this Protocol will be governed by the provisions of the GDPR, Organic Law 3/2018, of 5 December, on data protection and guarantee of digital rights, Organic Law 7/2021, of 26 May, on the protection of personal data processed for the purposes of the prevention, detection, investigation and prosecution of criminal offences and the enforcement of criminal penalties, and the applicable regulations. In this regard, personal data whose relevance is not evident and necessary for the investigation and discovery of the reported facts will not be collected.

To achieve the highest degree of involvement and safety for individuals wishing to report a breach or irregular conduct through the Internal Reporting System, as well as for the affected person, the Group will provide the necessary means to ensure that such communications made to the Internal Reporting System are treated with the utmost confidentiality by all those involved in the investigation and resolution.

Individuals who make any notification through the ethics reporting channel state and guarantee that the personal data provided is true, accurate, complete, and up-to-date, and they will hold the Group harmless from any liability that may arise from the breach of these statements and guarantees.

In any event, the data processed may only be stored in the Internal Reporting System for the time that is absolutely necessary to reach a decision on whether it is appropriate to launch an investigation into the reported facts.

- If it is established that the information provided or part thereof is not truthful, it must be immediately deleted as soon as this circumstance comes to light, unless this lack of truthfulness could constitute a criminal offence, in which case the information will be kept for the required time during the legal proceedings.
- In any event, three months after receiving the report, if no investigative action has been launched, the data will be deleted, unless the purpose of preservation is to offer proof of the operation of the system.

- Notwithstanding the foregoing, the person in charge of the system will be responsible for archiving and safeguarding all resulting documentation in the logbook for ten years from the receipt of the communication or complaint.
- In any case, the data will be kept duly blocked, i.e. it will be identified and protected to prevent its processing except in cases where it must be disclosed to government agencies, judges and courts. Communications that have not been acted upon may only be recorded anonymously, although the compulsory blocking provided for in Article 31 of Organic Law 3/2018, of 5 December, will not apply.

The whistleblower may exercise the rights of access, rectification, erasure and objection to or restriction of processing, in the legally permitted cases, as well as the right to data portability, under the terms specified by the regulations in force, before the Group, by sending a written communication to the email address canalcomunicacion@vallcompanys.es.

Regarding the management and archiving of both personal data and all information provided by the whistleblower, this will be included in an automated data file owned by the Group, maintained under the responsibility of the Group's Data Protection Officer, and protected by appropriate security measures in accordance with current legislation.

9. VALIDITY

This Protocol is valid for an indefinite period, without prejudice to any possible modifications and improvements that may be made to it.