

## **POLICY ON OPERATION OF THE ETHICAL CHANNEL**

*Approved by the Board of Directors on 25 September 2023*

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### 1 PURPOSE

To specify the criteria for use and management of the different communication channels existing in Dragados, S.A., its branches and subsidiary companies (jointly referred to as “*Dragados Group*” or “*the Company*”), through which any administrator, manager, employee or third party may send queries and/or complaints about the Code of Conduct, Policies or Regulations, or related to any breach thereof, or any illegal act committed in the Company, whether criminal- and competition-law related, or of any other nature.

This Policy details the different channels that can be used for such purposes, ranging from a simple report to the immediate superior (who must communicate this to the Compliance Body), to communication through the Ethics Channel of the Dragados Group.

Similarly, the purpose of this Policy, which details the obligation and method of use of the Dragados Group Ethical Channel, is to provide advice, certainty and protection to the person who is aware of potential infringements. Retaliation and other harmful conduct aimed against someone for having filed a query and/or complaint is strictly prohibited.

Any administrator, manager, employee or third party has the obligation to report on individual or collective behaviours or circumstances that occur in the context of their activities with the Dragados Group and which may involve a breach of the Code of Conduct, Policies or Regulations, or an illegal act committed in the Company, whether criminal- and competition-law related, or of any other nature.

Annex I of this Policy contains the defined terms mentioned therein.

### 2 SCOPE

This Policy shall be applicable to all Dragados Group administrators, managers and employees, regardless of their area of activity or hierarchical level, as well as to third parties who are aware of any infringement in their professional relationship with the company.

Similarly, it shall be applicable to those people who act within and before other entities in the name and on behalf of the Company, who in that case, and within their powers, must foster the application of the principles contained therein

The scope of this Policy binds all queries and complaints that may be raised by any administrator, manager, employee or third party in a professional context with the company.

The communications received may address any infringement of legal regulations that the whistleblower believes may be applicable to the Dragados Group, as well as the Company’s Code of Conduct, Policies or Regulations.

### 3 COMMUNICATION CHANNELS

Different internal channels shall be made available to all administrators, managers, employees and third parties in order that they may send any type of communication that is related to possible infringements.

In particular, there are the following means of written communication:

- The telematic channel accessible through the website and corporate intranet of each of the Company's subsidiaries and branches, or directly through those of Dragados:

<https://www.dragados.es/html/cumplimiento.html>

- Or directly through the following link:

<https://secure.ethicspoint.eu/domain/media/eseu/gui/108739/index.html>

- By postal mail to the following address:

**For the attention of: DRAGADOS Group Ethical Channel**

**Avda. del Camino de Santiago 50, 28050 Madrid, Spain.**

It will also be possible to carry out verbal communication through the following means:

- Direct immediate superior or the respective Director/Officer;
- Member of the Compliance Body;
- Compliance Directorate/Compliance Manager.
- The telephone channel which is open 24 hours a day, 7 days a week

<u>Country</u>		<u>Telephone Number</u>
Spain		900876043
United States of America	Dragados USA, Inc	866-280-6816
	Schiavone Construction Co LLC/Prince Contracting LLC/J.F. White Contracting Co, Inc	866-777-6115
	John P. Picone, Inc	877-452-3540
	Pulice Construction, Inc	877-452-3541
Argentina		0800-345-1362
Canada		844-985-2427
Chile		800914073
Peru		80078578
Poland		800 005 063
United Kingdom		0800 048 5534

Finally, it will also be possible for the whistleblower to request a face-to-face meeting with the Compliance Body, or with one of its members, within a period of seven (7) days from the request for the meeting.

In verbal communications, the whistleblower shall be previously notified as to the recording of the communication or its transcription and informed of the processing of his/her data in accordance with the provisions regarding the protection of personal data.

Regardless of the means of communication used, the whistleblower may designate a preferred means of communication to receive information about the status of his/her complaint or through which to be contacted to request additional information and/or clarification.

Dragados Group encourages all its administrators, managers, employees and third parties who, in a professional context with the company, suspect or know of infringements related to Dragados Group, to use these internal channels in order to send their information to the company.

Any query or complaint shall be managed by the Compliance Body in the terms described in this Policy and detailed in the Procedure on Management of Incoming Communications *of Dragados*.

Furthermore, Dragados Group reminds any potential whistleblower that it also has external information channels through which to contact the competent authorities and, where appropriate, the institutions, bodies or agencies of the European Union, such as, among others:

- In matters related to securities markets:  
[Complaints form \(cnmv.es\)](https://www.cnmv.es/comunicacion/comunicacion-formulario-complac)
- Regarding competition law:  
[Prohibited conduct complaint | CNMC](https://www.cnmv.es/comunicacion/comunicacion-formulario-complac)
- Regarding money laundering:  
[https://www.sepblac.es/es/sujetos-obligados/tramites/comunicacion-por-indicio/Communication by indication | Sepblac](https://www.sepblac.es/es/sujetos-obligados/tramites/comunicacion-por-indicio/Communication%20by%20indication%20|%20Sepblac)
- Regarding tax infringements:  
[Inland Revenue: Complaints](https://www.sepblac.es/es/sujetos-obligados/tramites/comunicacion-por-indicio/Communication%20by%20indication%20|%20Sepblac)
- Regarding fraud and irregularities linked to European funds:  
[Anti-fraud mailbox - Recovery and Resilience Mechanism reporting channel | Recovery, Transformation and Resilience Plan Government of Spain. \(planderecuperacion.gob.es\)](https://www.sepblac.es/es/sujetos-obligados/tramites/comunicacion-por-indicio/Communication%20by%20indication%20|%20Sepblac)

Similarly, the Dragados Group informs potential whistleblowers of the existence of a public body called the Independent Whistleblower Protection Authority, whom they may also contact.

Persons who report a complaint must collaborate with the Compliance Body in the analysis and investigation phase when required to do so by this Body. Similarly, they must maintain due confidentiality regarding the collaboration provided and the facts brought to the attention of the company. This obligation is also assumed by the Dragados Group.

#### 4 PRINCIPLES AND GUARANTEES OF THE INTERNAL INFORMATION SYSTEM

Dragados Group guarantees the absence of retaliation and other harmful conduct, discrimination or penalties for those communications made in good faith or for those actions intended to avoid participating in illegal actions.

The management of the Internal Information System shall be guided, at all times, by the following three general principles:

- **Principle of trust and confidentiality:** Dragados Group shall manage any reported infringement in an appropriate, serious and objective manner. Similarly, it shall manage them in an effective and transparent manner, avoiding breaching the principles of impartiality, independence and autonomy.

The confidentiality of the identity of the whistleblower and the respondent, as well as any other Party Interested in the complaint, shall be guaranteed.

Any person entitled to participate in the proceedings, including its investigation, must maintain the confidentiality of the information received or known. He/she cannot, therefore, disclose to third parties the information known in the exercise of his/her functions, especially that relating to personal data.

The exception to the previous paragraph is related to the need to share information with the people involved in the case by respecting the principle of need to know in those cases in which it is strictly necessary and legitimate.

- **Principle of objectivity:** not only the facts and circumstances that establish or aggravate the responsibility of the respondent shall be investigated, but also those that exempt him/her from it, end or mitigate it.

Investigators must ensure that they are impartial and objective throughout the course of the investigation and that they have no personal ties to the suspects or any interest in the final outcome.

- **Principle of impartiality:** the management of complaints and possible subsequent investigations shall be carried out by appointing those people who have no relationship with the affected activities or businesses. Similarly, efforts shall be made to ensure that they have no relationship with the affected people, other than a strictly professional one. It is understood that there is a relationship that transcends the professional if the company is aware of the existence of a friendship or personal relationship that exceeds the professional relationship, which may breach the required impartiality.

Therefore, the handling of facts and people shall be carried out in a neutral and objective manner.

Additionally, and during the practical management of communications, attention will also be paid to the following principles:

- **Principle of adequacy and sufficiency:** Dragados Group shall assign all the means that are considered appropriate and sufficient to the resolution of the case in order to meet the purposes of the investigation, taking into account the circumstances of the case in order for there is traceability of the deliberation process adopted by the company, and for such measures to be justifiable before any third party.
- **Principle of subsidiarity or ultima ratio:** if a communication channel that is less harmful to the respondent may be used, the company shall resort to the least invasive option based on the circumstances of the case.

Regardless of the foregoing, the company may adopt, respecting the respective regulatory guarantees, immediate and precautionary measures until the incident in question is adequately resolved. Once the proceedings are concluded, the measures may be perpetuated or interrupted.

- **Principle of presumption of innocence:** any respondent has the right to be treated as if he/she were innocent, until, where appropriate, the committing of an infringement is proven and a penalty is imposed.
- **Principle of adaptation to applicable regulations:** Dragados Group is committed to respecting the rights of affected people to be heard and to provide information to those affected. People reported due to events that may be the subject of investigation shall have the right to submit their arguments.

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- **Protection of bona fide whistleblowers:** Dragados Group ensures the guarantees of whistleblowers. As a general principle, their identity shall not be revealed beyond the people responsible for receiving and monitoring cases, without the explicit and unequivocal consent of the whistleblower him-/herself.
  - **Prohibition of retaliation and other harmful conduct:** Dragados Group does not tolerate any Retaliation or Detrimental Conduct - by action or omission, regardless of whether it is generated in the work or personal sphere - against anyone who, in good faith, communicates facts that could constitute an infringement in accordance with the provisions of this Policy, and guarantees, for this purpose, the necessary protection and support from the moment the complaint is filed until a period of two years from the completion of the investigation.

However, once the two-year period has elapsed, the whistleblower may request protection from the Independent Whistleblower Protection Authority which, exceptionally and in a justified manner, may extend the protection period, after hearing the persons or bodies that could be affected.

This protection shall also apply to the respondent and any other relevant interested party in the reporting process, such as, for example, a family member or colleague who supports them.

- **Principle of proportionality:** this principle responds to the need for the penalty to be adjusted to the seriousness of the facts, preventing it from being an arbitrary or disproportionate measure. For these purposes, the following principles shall be considered:
  - Adequacy: penalties must be appropriate for the purpose that justifies them.
  - Sufficiency: penalties must be sufficient for the purpose they pursue.
  - Due process: every person has the right to be heard and to assert their legitimate claims against those in charge of the investigation.

Dragados Group shall not discriminate against any person based on the complaint. Nor shall it adopt Retaliation, Detrimental Conduct or any method of intimidation against them.

The infringement of the previous principles shall be investigated and, where appropriate, a penalty shall be adopted in accordance with current legislation, including the adoption of provisional measures while the penalty procedure is in progress. Such measures may be the removal of people from the workplace, or any other that is considered appropriate given the circumstances.

Any protection measure shall depend on the good faith of the whistleblower, understood as the conviction that the facts regarding which he/she is aware are true. In this sense, Dragados Group shall not regard whistleblowers as having infringed any restriction on the acquisition, access or disclosure of company information, and shall not incur liability of any kind, provided that:

- a) They act in good faith;
- b) The access or acquisition of information provided does not in itself constitute a criminal offence.

The protection guaranteed by this procedure extends to the relevant interested parties, among others, to co-workers, family members, witnesses or third parties who intervene for the best resolution of the case from whom the duty of confidentiality shall also be required where applicable.

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### 5 PROTECTION OF SUBJECTS INVOLVED IN A COMPLAINT

The company shall provide protection and support to both the good faith whistleblower and the relevant interested parties against the possible harm that they may suffer for reporting possible infringements of which they have become aware, in the terms detailed in section 5.2.1 of this Policy.

#### 5.1. Scope of protection

The protection of whistleblowers and relevant interested parties shall cover all retaliation and other conduct that is harmful to them.

Retaliation and other harmful conduct may involve any action or omission, whether attempted, threatened or materialized, direct or indirect, from which harm may arise, both in the workplace (in the case of retaliation) and also in the personal sphere (Harmful Conduct).

#### 5.2. Protection and support measures

##### 5.2.1. Protection and support measures for the whistleblower and relevant interested parties

Protection shall involve taking reasonable measures to prevent harm from occurring and jeopardizing the confidentiality of the whistleblower or relevant interested parties. These measures may be psychological, financial, legal or reputational in nature.

Support shall involve encouraging and reassuring the whistleblower or relevant interested parties about the value of reporting infringements and taking steps to support their well-being.

The Compliance Body will be responsible for ensuring that such support and protection measures are implemented in the company.

On the other hand, if the Dragados Group becomes aware that Disruptive Conduct is taking place or has taken place, it shall take reasonable steps to stop and address it.

Furthermore, the Dragados Group shall notify whistleblowers of the existence of additional support measures stipulated by current legislation and which shall be provided by the Independent Whistleblower Protection Authority. Specifically, the following measures are provided:

- Comprehensive information and advice on available resources for disruptive behaviour.
- Effective assistance from the competent authorities.
- Legal assistance in criminal proceedings and cross-border civil proceedings.
- Financial and psychological support if deemed necessary by the Independent Whistleblower Protection Authority.

##### 5.2.2. Protection measures for respondents

In addition, Dragados Group provides different protection measures for respondents. In this sense, it shall ensure the following:

- The confidentiality of the identity of respondents shall be maintained and protected throughout the procedure.
- The respondent shall be protected from being exposed to reputational damage or other negative consequences during the course of the investigations.



- The right to a defence of the respondent, including the right to be heard at any time, as well as the opportunity to submit arguments and provide evidence that is considered relevant for his/her defence, shall be guaranteed.
- The respondent shall be provided with access to the proceedings in order to be aware of the actions or omissions attributed to him/her and informed their rights in terms of data protection.
- Additional remedial measures shall be adopted if no evidence of infringements is obtained, and if this is deemed appropriate by the Organization.

### **5.3 Activation of protection**

The protection and support provided to the whistleblower, other relevant interested parties and respondents shall be activated and shall begin as soon as an inquiry or complaint is received, and shall continue during and after the conclusion of the investigation process, for a maximum period of two years from the completion of the investigation of the infringement.

Once the two-year period has elapsed, an extension may be requested from the Independent Whistleblower Protection Authority which, exceptionally and with justification, may extend the protection period, after hearing the persons or bodies that may be affected.

## **6 FRAUDULENT OR BAD FAITH REPORTS**

The protection and support provided by the company shall be subject to the whistleblower having filed the complaint acting in good faith.

The whistleblower must have reasonable grounds to believe, considering the circumstances and the information available to him/her, that the facts reported are true. In this sense, good faith means reporting having, at least, reasonable grounds to believe that the information about possible infringements reported was true at the time of reporting.

Those who deliberately and knowingly communicate incorrect or misleading information shall not enjoy the support and protection of the Dragados Group. In addition, the company shall analyse each specific case for the purposes of imposing proportionate disciplinary measures against members of the organization or businesses, business partners and third parties who file a communication in bad faith.

## **7 ROLES AND RESPONSIBILITIES**

### **7.1 Compliance Committee**

The Dragados Compliance Committee shall be appointed by the Board of Directors as Responsible for the Internal Information System for the Dragados Group, with the Compliance Director/Manager being the natural person appointed as representative to liaise with the Independent Whistleblower Protection Authority.

The roles and responsibilities of the Compliance Body of each company in the Dragados Group in relation to queries and complaints is described in the Management Procedure on Management of Incoming Communications of *Dragados*.

### **7.2 Dragados Board of Directors**

*The roles and responsibilities of the Board of Directors in relation to the queries and complaints received are as follows:*

- Formally approve this Policy, as well as any modifications or updates required to maintain its validity and effectiveness.
- Adopt, where appropriate, decisions regarding type-A infringements as they are described in the Procedure on the Management of Incoming Communications of *Dragados*, once it has received the investigation report and conclusions prepared by the Compliance Committee.
- Inform the Dragados Compliance Committee of the agreed or ratified actions, in order that they are duly documented and registered.

## **8 PERSONAL DATA PROTECTION**

The company will process the data received through the Internal Information System in accordance with current regulations on data protection.

Dragados Group is committed to maintaining the strict protection of privacy, security and data conservation. These rules shall also apply with respect to all personal data relating to complaints made in accordance with this Policy.

The objective of processing personal data shall be to manage and resolve any query or complaint, as well as to analyse the criticality of the reported facts, carry out an investigation into possible infringements, adopt the necessary precautionary measures and, if necessary, initiate the respective internal or legal actions.

In order to meet these objectives, certain personal data and information must be gathered, either directly through the whistleblower, through the person(s) determined by the company or through authorized third parties hired specifically for such purposes, who will guarantee the highest level of confidentiality and technical security.

All administrators, managers and employees shall be obliged, especially within the scope of the Ethical Channel, to provide their own accurate, truthful and lawful information, and shall be solely responsible for any false or inaccurate statements they provide, as well as the internal, administrative and/or legal consequences that are applicable.

The company shall ensure in all cases that the different communication channels with the Compliance Body constitute a secure means, equipped with the measures required by the regulations on Personal Data Protection and information security.

### **8.1 Preservation of information**

The company shall process, manage and preserve the information and personal data contained in complaints, investigations, reports and other documentation in accordance with the deadlines established in current regulations on the protection of personal data and other applicable regulations. This information shall also be held by the Compliance Department/Compliance Manager and shall be deleted, blocked or anonymized after the legal deadlines have expired and in accordance with what is specified in the Personal Data Protection Policies, Standards and Manuals.

The company shall maintain a record of all complaints received. These records and the personal data they contain shall be kept confidential. The records shall not be kept longer than necessary and only as long as is required to comply with any applicable legal requirement at any given time.

In particular, the company shall keep the personal data of the whistleblower for the time required to decide on the appropriateness of initiating an investigation into the reported facts or conduct and, once decided, it shall be deleted from the Ethics Channel, and may be processed outside the system to investigate the facts for the time required to make a decision. Once the investigation of the communication has been completed and the appropriate actions have been taken, where appropriate, the data of those complaints that have been processed shall remain duly blocked in order to comply with the applicable legal obligations in each case.

Personal data shall be deleted from the Ethical Channel within a maximum period of three (3) months from its introduction, unless it is kept for an additional period as it is necessary to comply with the legal and corporate obligations required in order to leave evidence of the operation of the company's Compliance Management System, and processing may continue outside the Ethical Channel in the event that the investigation of the complaint has not been completed, for the time required until the investigation has been completed.

If it is decided not to pursue the complaint filed, the information may be kept anonymously.

### **8.2 Rights of the whistleblower regarding data protection**

As a whistleblower, the person who reports may exercise, at any time and in the terms provided by the applicable regulations, access to the personal data that concerns him or her. If this person believes that the data is incorrect or incomplete, he or she may request its rectification in accordance with applicable legislation. He/she may request that the data be deleted if it is no longer necessary, except in the case where there is a legal obligation to retain it. Similarly, he/she may request that the processing of his/her personal data be limited, oppose it, or request the portability of his/her data and shall have the right to withdraw his/her consent. At the time of filing the complaint, she/he shall be informed as to how he/she may exercise all these rights.

If he/she deems it appropriate, he/she may also file a complaint with the competent data protection authority.

### **8.3 More information about personal data processing**

People who wish to do so may obtain further information about the processing of their personal data and the contact information of the possible representative of the entity for these purposes, as well as the Data Protection Officer or other person responsible for privacy matters. At the time of filing the complaint, he/she shall be informed as to how this information may be obtained.

## **9 BREACH**

The Dragados Group shall do everything possible to prevent any conduct that constitutes a breach of this Policy and/or applicable legislation, as well as to interrupt and penalise any conduct contrary to the regulations by the employees, directors and administrators of the Company or the third parties acting on its behalf.

Failure to comply with the provisions of this Policy and applicable legislation may lead to serious consequences for the Company, its employees, directors and administrators.

This Policy is considered a mandatory rule, so its breach shall constitute an infringement therein and the Company shall adopt the disciplinary measures that are appropriate, in accordance with employment legislation and the Penalty Regime contained in the applicable Collective Agreement, notwithstanding other liabilities that the offender may have incurred.

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### **ANNEX I: Definitions**

***Independent Whistleblower Protection Authority (AAI):*** an independent administrative authority, as a state-level public law entity, which acts in compliance with its main duty to protect whistleblowers. Among its other duties worth highlighting is the management of its own external channel, the processing of penalty procedures and the imposition of sanctions, among others.

***Communication:*** a statement that records a question about the scope, interpretation or compliance with the regulations applicable to the Dragados Group. Depending on its content, a communication may consist of a query or a complaint.

***Detrimental Conduct:*** any action or omission, whether attempted, threatened or materialized, direct or indirect, intentional or negligent, from which harm or a disadvantage may arise for the whistleblower or other relevant interested parties, both in the workplace and also on a personal level, only due to their condition in relation to the complaint or for having made a public disclosure.

***Consultation:*** communication by which any administrator, manager, employee or third-party requests clarification, responses or criteria regarding the scope, interpretation or compliance with the regulations applicable to the company.

***Complaint:*** communication regarding a possible infringement (active or omissive behaviour) of the regulations applicable to the Dragados Group, understood as the set of ethical and compliance commitments voluntarily assumed by the company, as well as the legislation in force that is applicable to it at all times.

***Respondent:*** a natural or legal person or persons linked to the reported infringements, such as authors, participants and even accessories. They can be identified in the communication or specified throughout the management process.

***Whistleblower:*** a natural or legal person who files a complaint or query. Whistleblowers may be:

- Administrators, managers, employees, workers whose employment relationship is current, whether it has ended or has not begun, shareholders and people belonging to the Administrative Body, paid or unpaid volunteers and intern workers.
- Third parties including union representatives, as well as business partners and any person working under their supervision and direction. Subjects or legal entities external to the company, with which it has or plans to establish a commercial relationship, as well as any person who works under their supervision and direction.
- Any person, natural or legal, with a present or future fit, in the above contexts.

***Infringements:*** behaviour, active or omissive, that involves the infringement of the regulations applicable to the company, and which includes, among others, any infringement of European regulations and/or criminal, serious or very serious administrative and employment infringements related to health and safety in the workplace, as established in the Spanish legal system, that occurs within the company. An infringement, depending on its severity, can range from the mere formal infringement of a requirement included in an internal standard, to the committing of acts constituting a crime potentially attributable to the company.

***Relevant interested parties:*** this figure includes, but is not limited to:

- Witnesses, or other people who are involved in the consultation or complaint.

- Investigators, Family members, union representatives, and other people who support the whistleblower.
- Those from whom the information that motivated the filing of a complaint is obtained.

***Procedure on Management of Incoming Communications:*** document that establishes the necessary mechanisms for the early communication and management of any infringement, as well as the necessary procedures for the internal processing of queries, and internal processing and investigation of those complaints or any known circumstance that must be investigated.

***Retaliation:*** any action or omission, whether attempted, threatened or materialized, direct or indirect, from which harm or disadvantage may arise, for the whistleblower or other relevant interested parties, in the employment or professional field, solely due to his/her status. in connection with the complaint or for having made a public disclosure.

***Internal Information System:*** measures adopted in accordance with Law 2/2023 for the management of communications related to infringements of the regulations referred to in the aforementioned text. The Internal Information System has a System Manager, in charge of the management and diligent processing of the communications received, in accordance with the provisions of the Procedure on Management of Incoming Communications *of Dragados*.