



# **CODE OF ETHICS**

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## **1. Introduction**

This Code of Ethics summarises all the rights, duties and responsibilities assumed expressly by Decal España (hereinafter DECAL) regarding all stakeholders (directors, employees, clients, suppliers and external professionals) with whom it interacts while carrying out its business.

The Code contains a description of the conduct that must be promoted and the behaviour that must be avoided, being the highest level set of rules within the Company. This code of conduct is implemented via policies, rules and procedures and is based on the following principles:

- Respect for the law and fundamental rights of individuals
- Occupational health and safety of our employees
- Respect for the environment and our surroundings
- Efficiency and effectiveness to achieve goals
- Responsibility, honesty and coherence in our decisions and actions

This code must be known and accepted by all DECAL employees and will be followed at all levels of the Company via the true and effective application of these principles to ensure this system eliminates any act that may jeopardise legally protected values and rights. Non-compliance of this code constitutes a very serious violation and will be penalised accordingly.

As far as possible, DECAL will ensure that its clients, suppliers, distributors, external professionals and representatives of the Company share the ethical principles contained in this code and carry out their actions accordingly.

## **2. Code of business conduct**

DECAL carries out its business requiring that its employees and commercial partners respect and, as far as possible, adapt their behaviour to its values of business conduct. All its employees will carry out their activities respecting the Company's values and principles contained in its Code of Ethics, based on the following points:

### **2.1. Occupational Health, Safety and Environment**

DECAL's activities must comply strictly with the legislation in force regarding collective safety in working conditions and occupational health and hygiene and the environment.

The Company will establish controls for any activity or product that may produce, directly or indirectly, a risk for collective safety or public health due to the toxicity or hazard involved in the components or any other risk represented for people.

DECAL undertakes to comply with the safety conditions required by health and safety regulations and the necessary instructions will be established for each post to carry out the work under due conditions of safety, instructions which must be followed both by the Company and its workers.

It also undertakes to take all necessary measures to minimise the environmental impact of its business in the environment and to provide an appropriate work atmosphere from the point of view of its employees' health and safety.

DECAL undertakes to responsibly use the natural resources available, to carry out prior assessments of environmental impact and to establish controls related to discharges, emissions, waste, greenhouse gases and any other environmental hazard.

### **2.2. Right to privacy**

DECAL will respect and protect the privacy of those people (workers, clients and collaborators) who, in their relations with the Company, provide their personal data or information of a confidential nature.

Personal data will be preserved with technical and organizational security measures in agreement with the current legislation and according to the nature of the data, or, in case of absence of legal determination, the appropriate security measures according to the state of the technology, all in order to guarantee the right to data protection. The DECAL website will contain a privacy policy that informs visitors of the scope and purpose for processing their data.

Any communication carried out with the Ethical Committee will be protected as the people handling such communications are under an obligation of secrecy.

DECAL employees shall be aware at all times of their duties and obligations regarding the protection of personal data, all of which are included in Appendix 1-04CA11-G of the procedure PRO-04-CA11-G “Documentation and Data Protection of DECAL”.

### **2.3. Right to equality**

No kind of discrimination will be admitted against people due to their ideology, religion or beliefs, to their belonging to a particular ethnic group, race or nation, their sex, sexual orientation, family situation, illness or disability, due to their being the legal or trade union representative for workers, due to their being related to other workers in the Company, or due to the use of languages that are officially recognised within the state of Spain.

### **2.4. Employment rights**

DECAL will respect the employment rights of its employees and will not impose conditions of employment or Social Security that injure, suppress or restrict the rights recognised for workers by law, collective agreements or individual contracts. The Company will also ensure, as far as possible, that any subcontracted companies will also comply with these legal requirements.

The right of workers to belong to a trade union and their right to strike will be respected.

### **2.5. Market and consumers**

DECAL will base its actions in the market on the principles of free competition and equal opportunity, ruling out any action aimed at achieving an unfair or unlawful benefit, exploitation or advantage regarding clients, suppliers, rivals or other participants in the market. Consequently, the following behaviour or conduct will not be considered ethical:

- 1) *Unauthorised access to the confidential information of other companies*
- 2) *Industrial espionage*
- 3) *Disclosure of corporate secrets*
- 4) *Use of internal or external privileged information for any kind of transaction or business.*
- 5) *Swindle, fraud or deception of any kind*
- 6) *Spreading false rumours about products, services, market conditions, etc.*
- 7) *Ploys to alter the price of Third party products*

- 8) *Manipulating public tenders*
- 9) *Falsifying payment procedures, economic or financial information*
- 10) *Ploys to bring the Company to a state of insolvency in order to defraud creditors.*

## **2.6. Corruption**

The Company's relations with the public and private sector, both at a national and international level, will be based on the principles of transparency and equal opportunity, ruling out any action aimed at securing an advantage over rivals, in the market or in public or private contracts, based on an unlawful act.

Consequently, measures will be adopted to avoid the following behaviour or conduct:

- 1) Offering or favouring public positions or civil servants or directors of private companies with money, gifts or any other benefit in money or kind aimed at obtaining any type of advantage in favour of the Company that exceeds the normal standards of courtesy.
- 2) Activities that may be deemed influence peddling, in particular those aimed at directly influencing a civil servant or authority, indirectly influencing by accepting the offer of a third party or through the services of a third party.
- 3) Donations to political parties or to foundations related to these.
- 4) Business actions or decisions that may cause a conflict of interest, it being understood that these actions or decisions may be influenced by the particular interests of a person or people from the Company involved in them or of third parties with whom they have a personal connection.
- 5) Use of privileged, relevant information from the Company or third parties.
- 6) In the case of foreign countries, payments or gifts made to civil servants in order to facilitate an administrative procedure, obtain a permit, favour or service of any nature.
- 7) Make an incorrect use of public goods and resources to which the company has access or inappropriate management thereof.

## **2.7. Accounting and financial information (Tax and Social Security Authorities)**

DECAL will duly comply with its obligations in the area of taxation and Social Security.

Its accounts must be a true reflection of the Company's economic situation, including all revenue received and expenditure made. Ploys attempting to hide revenue or profit will not be accepted.

All operations and transactions must be duly authorised, declared and recorded, and will be verifiable with the aid of the appropriate documentation. External advisors will

audit the accounts every year to verify that all accounting operations are correctly recorded in accordance with accounting principles.

At an internal level, and as a control, functions in the financial area will be separated and there will be limits regarding the authority of representatives to sign on behalf of the Company, more than one signature being required in some cases to be able to make certain payments.

The use of cash payments made by the Company is limited and, in any case, these will be duly authorised and recorded in detail.

Every year the Head of Quality will carry out an audit on the Accounts Department to verify that procedures are being followed in terms of records and supporting documentation.

All levels of the Company will be vigilant regarding any clients or suppliers attempting to use the Company's structure for money laundering.

## **2.8. Intellectual and industrial copyright**

The total or partial copying or reproduction of the intangible assets of third parties is forbidden, as well as the total or partial transformation or modification, import or distribution of these assets without prior authorisation in writing.

Particular attention will be paid to any content or programs downloaded from the internet which must have the corresponding licence from the intellectual copyright holder. All programs installed in the computers and mobile devices of the Company must have the corresponding licence for their use.

Any brands, domain names and other intangible assets protected by industrial copyright will have the same protection.

## **2.9. IT security**

Care will be taken at all levels of the Company to ensure the prevention and control of any offences that may be committed by using IT technologies.

The following acts are prohibited in the Company:

- 1) Unauthorised access to IT systems.
- 2) Deliberate spreading of viruses or programs that can damage tangible or intangible assets.
- 3) Any other kind of IT-related damage, including sabotage or the mere alteration of data or information contained in an external IT system.
- 4) Hacking and fraud, such as identity theft.
- 5) Industrial espionage via the internet.
- 6) Discovering and revealing commercial secrets obtained via the internet.

- 7) Unauthorised transfer of databases.
- 8) Spreading rumours, criticism or boycotts via the internet and social media, including retweets and resending messages of any nature.
- 9) Unauthorised obtainment or transfer of personal data of a confidential nature.
- 10) Investigating people on social media by violating their privacy.
- 11) Registering domains by using brands and names of other companies.
- 12) Money laundering via electronic transactions or transactions for own consumption.
- 13) Disclosure of the Company's confidential, sensitive or secret information via social media or public forums.

DECAL will establish a rule governing in detail the use of corporate ICT resources by users, both internal and external. On the other hand, all employees will ensure that their usernames and passwords remain secret and secure.

DECAL has established procedure PRO-04-CA11-G to regulate data protection and IT security more specifically.

## **2.10. Orderly urban development**

DECAL will manage its properties, real estate operations and projects to construct, built and develop land based on respect for orderly urban development and the regulations governing this area at a state, regional and local level.

It will not carry out any urban development, construction or building work that cannot be authorised on land allocated for highways, green zones, common property or locations whose value in landscape, ecological, artistic, historical or cultural terms has been recognised legally or administratively, or which have been placed under special protection for the same reasons.

Neither will it promote the reclassification of land or the modification of planning instruments, urban development projects, division or re-division of plots, construction or building or the granting of licences against the current rules of land or urban development.

## **2.11. Public communication and protection of reputation**

The information provided by DECAL to the media must be in line with the Company's business strategies and will be carried out exclusively by duly authorised people.

Information and communication must be based on criteria of impartiality and will always be clear, precise, coherent and responsible, notwithstanding the need for confidentiality in carrying out the activity.

Internal procedure PRO-04-CA10-G specifies the processing of communication at an internal and external level, establishing the responsibilities for out-of-company communication both internally (General Management) and externally (Lawyers).

## **2.12 Prevention of money laundering and financing of terrorism**

DECAL will establish adequate policies and procedures in matters of due diligence, information, document preservation, internal control, evaluation and risk management, with the aim of preventing operations related to money laundering or financing of terrorism, in accordance with the provisions of current applicable regulations.

### **3. Model of prevention and control**

DECAL will establish a Prevention and Control Policy that describes the model of prevention and control aimed at preventing any offences from being committed in the Company.

This policy will contain a description of the key elements in human, organisational and documentation terms which the Company applies to prevent violation of the law and, in particular, acts classified as an offence in the Penal Code.

All levels of the Company will take measures to ensure the real and effective application of the measures of prevention and control established in this policy to ensure this self-regulation system eliminates behaviour that could jeopardise DECAL's reputation in the market and its tangible and intangible assets and components.

This policy will be adapted to any jurisprudential trends and amendments made to the Penal Code regarding the criteria established for any accusation and the preventative and monitoring requirements demanded in the area of criminal liability.

This internal control system will be applied via a series of internal tools and procedures required to direct, administer and supervise DECAL's activities, aimed at achieving the corporate goals and preventing risk, ensuring at all times the compliance of laws and the management of the Company in line with the criteria of efficiency, effectiveness and reliability.

#### **4. Ethical Channel and reporting risks**

The Code of Ethics represents DECAL's commitment to carry out actions following a model of conduct that is honest, respectful, responsible and coherent and this applies to all employees, directors and Board members.

All levels of the Company will be required to report any situations of risk that occur within or outside the Company that could damage or injure any Private individual or Legal Entity. Situations of non-compliance of the law, the Code of Ethics or regulations implementing this must also be reported.

DECAL will establish an Ethical Channel which can be used for notifications warning of the existence of a situation of risk or non-compliance, as well as any proposal to improve the model of prevention and control. To guarantee the principles of confidentiality, objectivity and independence, such notifications will be carried out via an email address ([decal@c-etico.com](mailto:decal@c-etico.com)) and will be processed and handled by an independent third party which will be responsible for receiving and initially evaluating such notifications. The information received will then be passed on to the Ethical Committee and a joint evaluation will be carried out of the category of risk, determining whether it represents a possible infringement of the Code of Ethics or a situation whose causes are not related to the Company or any of the people that form part of it.

The Ethical Committee will be responsible for managing the Ethical Channel and attending to notifications sent to it.

Notifications made via the Ethical Channel will be protected with the utmost confidentiality.

## **5. Disciplinary regime**

Non-compliance of the law, Code of Ethics or the regulations implementing it will constitute a violation whose seriousness and penalty will be determined in accordance with that established by the Collective Agreement applicable to the Company, in this case the General Agreement for the Chemical Industry. The disciplinary procedure to be applied will be that established in this Collective Agreement.

This disciplinary procedure will begin with a complaint or notification, as a result of an investigation or via any other channel that brings the alleged violation to the notice of the Ethical Committee.

The protocol to investigate the alleged violation will be that established in the Company's Policy of Prevention and Control and will be confidential.

The Company's Internal Regulations establish the disciplinary regime for misdemeanours and penalties according to their seriousness. In the Ethical Channel, penalties will be determined by the seriousness of the violation determined by the Ethical Committee according to whether this is minor, serious or very serious. In principle, serious or very serious violations will be any non-compliance of the regulations established by the Company that have resulted or could result in an offence being committed, as well as any failure to report an offence by an employee.

All notifications made through the Ethical Channel will be protected as those handling notifications have a duty of confidentiality. The disciplinary procedure for minor and serious misdemeanours will require written and reasoned notification to the worker and very serious misdemeanours will require a summary hearing or proceedings to be held to judge the worker in question. In any case, the Company will notify the workers' representatives at the same time as the worker in question of any penalty imposed.

## **6. Updating and improvement**

This Code of Ethics will be regularly updated to include any improvements deemed appropriate to define the ideal conduct for the Company.

The Compliance Committee will constantly verify the application of the Code of Ethics and the model of prevention and control and will propose any appropriate modifications under the following circumstances:

- 1) When relevant violations come to light of the Code of Ethics or the regulations implementing it.
- 2) When there are significant changes in the Company or in the business it carries out.
- 3) When there are changes in the control structure of the Company.

The Ethical Committee and the Compliance Committee will apply the protocol established in Appendix V of the Manual of Policy of Prevention and Control to investigate any incident or non-compliance it may become aware of related to the Code of Ethics or the model of prevention and control.

Should the investigation of a risk result in the identification of an area for improvement by the Ethical Committee or the Compliance Committee, they will issue the corresponding proposal for improvement which will be passed on to the corresponding department, a person being nominated as responsible and a deadline being set to follow up its implementation.

## Appendix I. Connection of the ethical principles to the Penal Code

In most cases, non-compliance of the ethical principles contained in this Code may coincide with offences of a criminal nature contained in Spain's Penal Code. Both references are listed below:

Ethical principles	Related offences
Occupational Health and Safety	Violation of regulations preventing occupational risks
Workers' rights	Offences against workers' rights
Protection of the freedom to belong to a trade union	
Protection of equality	
Protection of privacy	Offences against privacy
Protection of collective safety	Environmental offences
Protection of public health	Offences against collective safety
Protection of the market and of consumers	Misleading advertising
	False rumours
	Price and value fixing
	Falsification of payment methods
	Criminal act of bankruptcy
	Industrial espionage
Free competition	Manipulation of public tenders
Compliance of legal obligations	Offences against the Tax and Social Security Authorities
Prevention of corruption Non-financing of political parties	Public corruption
	Private corruption
	International corruption
	Influence peddling
Prevention of money laundering and terrorist financing	Money laundering and terrorist financing
Protection of IT security	IT damage
Respect for intellectual copyright	Intellectual and industrial copyright
Protection of urban order	Urban development offences