

WHISTLEBLOWER PROTECTION

Corporate policy

aSTara

CHANGE CONTROL

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1. PURPOSE

The purpose of this Policy is to establish and communicate the principles governing the Ethics Channel of Astara, as well as to ensure an adequate protection against retaliation that may be suffered by individuals who report any of the following:

- Illegal acts in the workplace as set forth in the applicable regulation.

In addition, the following shall also be reportable:

- Irregularities and breaches of the Ethics Code and its implementing regulations that may result in disciplinary actions.
- Inappropriate accounting, auditing or internal control practices, or inappropriate influence on external auditors.
- Acts or conducts presumed to breach the corporate behaviors in force at any given time within the Group.

Likewise, it is the purpose of this Policy to strengthen the culture of information and integrity in astara and the promotion of the communication as a mechanism to prevent any violation of the applicable regulation.

2. DEFINITIONS

- I. **Affiliate:** means any entity that directly or indirectly through one or more intermediaries, controls or is controlled by the entity specified. For purposes of this definition, control of an entity means the power, direct or indirect, to direct or cause the direction of the management and policies of such entity whether by contract or otherwise, and ownership of the majority of the voting rights of another entity shall create a rebuttable presumption that such entity controls such other entity.
- II. **Astara, Group, or Astara Group:** includes Astara Mobility, S.A., and all its Affiliates, and branches.
- III. **Astara's Personnel:** meaning all directors and officers, employees, consultants working within or with Astara and workers working at any Astarabusiness anywhere in the world.
- IV. **Ethics Channel:** is the system implemented by Astara for the internal management of communications of acts or omissions as set forth in section 1.0 Purpose - of this Policy.
- V. **Ethics Channel Responsible:** is the individual or committee to be appointed by the Astara Mobility S.A., Board of Directors to manage the Ethics Channel

3. SCOPE OF APPLICATION

This Policy applies to all Astara's Personnel, and Astara Group.

This Policy represents the minimum standards required that all Group's entities and Astara's Personnel must meet, regardless of their geographical location, to ensure compliance with the applicable regulations in each location.

In the event that local regulations establish more restrictive requirements, the affected entity must observe those regulations and inform the Corporate Compliance Committee.

Astara's Compliance function is responsible for the development and the interpretation of this document.

It is mandatory for all Astara's Personnel to report to the Compliance function any allegedly unlawful act or breach of the applicable law, the Ethics Code or its internal implementing regulations they may become aware of while performing their professional duties.

4. PROCEDURE

4.1 Ethics Channel Principles

A. Confidentiality

The Ethics Channel guarantees the confidentiality of the identity of the whistleblowers, and of any third party mentioned in the communication, and of the actions that are developed in the management and processing of the same.

Communication through the Ethics Channel will always be confidential and, if the whistleblowers so wish, anonymous. In confidential communications, the identity of the notifying person shall be preserved, without prejudice to legal obligations and the protection of the rights of natural or legal persons accused of bad faith.

The Ethics Channel will have the appropriate technical and organizational measures to preserve the identity and guarantee the confidentiality of the data corresponding to the affected persons and to any third party mentioned in the information provided, especially the identity of the whistleblower in case he/she has been identified.

Any Astara's Personnel who is aware of the reports made through the communication channel is obliged to maintain professional secrecy about the complainant's identity, as well as facts and circumstances related to the report.

If court or administrative proceedings are initiated as a result of the report made, it may be necessary to inform the competent authority of the complainant's identity.

B. Internal Communications Channel

The Ethics Channel incorporates a communication channel- <https://astara.integrityline.com/frontpage> - to allow the presentation of written communications and will integrate, where applicable, the different internal communication channels.

The <https://astara.integrityline.com/frontpage> is enabled to receive reports made by Astara's Personnel. It can also be enabled for third parties, such as providers, customers, or investors and other stakeholders.

The Compliance function may also include cases in this channel that it has learned of via other internal sources and that pose a presumed breach of the Ethics Code, without first needing to obtain the consent of the Astara's Personnel concerned.

Communications or conversations that Astara's Personnel have with the members of the People function in relation to work matters or conduct that is not aligned with the corporate behaviors will not be included in <https://astara.integrityline.com/frontpage> by the members of the People function.

C. Personal Data Protection

The Ethics Channel will comply with the applicable legislation on data protection, preventing access by unauthorized personnel.

The personal data provided for the purpose of the communication will be processed by Astara, in accordance with the applicable data protection regulations, for legitimate and specific purposes in relation to the investigation that may arise as a result of the communication made, will not be used for incompatible purposes and will be adequate, relevant and limited in relation to the aforementioned purposes.

When personal data is obtained directly from the whistleblowers, the whistleblowers shall be provided with enough, complete and clear information information as referred in the data protection regulations that may apply. The whistleblowers shall be informed, as well, that its identity shall not be communicated to the persons to which the facts relate nor to any third party.

Once the justification of the incident and the absence of bad faith of the same have been verified, and that the measures that prevent the confidentiality of the whistleblowers from being compromised have been adopted, the person who has been the object of communication will be informed on the fact of which it is imputed, as well as the way to exercise its rights in accordance with data protection regulations.

D. Effective Management of Communications

Astara will ensure that the communications submitted can be dealt with effectively with the aim that the first to know of the possible irregularity is Astara itself.

Astara shall implement a procedure for the effective management of the communications and the internal investigations.

The whistleblowers will be informed, within a maximum period of 7 working days of the receipt of his communication, unless this may jeopardize the confidentiality of the communication, and where appropriate of the beginning of an internal investigation.

The Ethics Channel Responsible shall keep a registry in the Internal Information System, being assigned an identification code.

The Ethics Channel will be contained in a secure database with restricted access exclusively to the personnel in charge of the investigation and duly authorized, in which all communications received will be recorded, completing the following data:

- (a) Date of receipt
- (b) Identification code
- (c) Actions taken
- (d) Closing date

E. Ethics Channel Responsible

The Board of Directors of Astara Mobility S.A. will appoint an Ethic Channel Responsible, who may be a natural person or a committee (which will have to delegate to a natural person the effective management of the Ethics Channel) that will carry out its functions autonomously and independently of the rest of Astara's bodies.

The Ethics Channel Responsible shall not receive instructions of any kind in its exercise and will have all the personal and material means necessary to carry them out.

F. Protection and Prohibition of Retaliation

Astara ensures the protection of whistleblowers as well as the prohibition of retaliation.

The whistleblower who, in good faith, makes the communication shall be protected against any type of discrimination and retaliation on the grounds of the communication made. It is strictly prohibited to take any action against the whistleblowers that constitutes a retaliation or any type of negative consequence for having formulated a communication of action allegedly not aligned with the current, illicit, or criminal corporate behavior.

The prohibition of retaliation provided for in the preceding paragraph shall not prevent the adoption of appropriate disciplinary measures when the internal investigation determines that the communication is false and has been made in bad faith by the whistleblower.

G. Rights of Affected Persons

The internal investigation shall in any case respect the fundamental rights of the person affected, who shall be informed of the content of the communication and shall be given the opportunity to reply to it and to articulate means of defense against him/her.

This duty of information to the affected person will not be applicable in cases where the communication is unfounded. Nor will it be applicable when such communication necessarily implies compromising the confidentiality.

H. Managing Conflicts of Interest in Investigations

Those responsible for managing the reports received through <https://astara.integrityline.com/frontpage> will not take part in the investigation and resolution of any cases where they may be involved in a possible (or potential) conflict of interest with the people involved in the complaint. In addition, any potential conflicts of interest with the complaint respondent or the complainant will also be identified, in those cases where the support of other functions is required during the investigation.

To prevent any conflicts of interest, the provisions of the Astara's Conflict of Interest Corporate Policy will be taken into account.

5. BREACH OF THE POLICY

Failure to comply with these regulations may result in labor sanctions, without prejudice to administrative or criminal sanctions, which may also result from it, in accordance with applicable labor legislation.

The sanctions that may be imposed shall take into account the seriousness of the offence committed as well as other concurrent circumstances.

In the event that it is determined that the action or omission could also constitute a crime, such circumstance will be revealed to the competent authorities for the knowledge and prosecution of the crime.

In no case may the commission of a crime be justified by obtaining a benefit for the Group.

6. ACCEPTANCE AND COMPLIANCE

This Policy is communicated to all Astara's Personnel, who are obliged to comply with it from the moment they join Astara, and during their professional relationship with Astara. All Astara's Personnel must record their acceptance of this Policy.

7. VALIDITY

The Corporate Compliance Committee is responsible for the implementation of the Ethics Channel.

This Policy has been approved by Astara Mobility, S.A. Board of Directors, being incorporated into the internal regulations of Astara and remaining in force until its cancellation or modification is approved. Any modification of this Policy must have the approval of the Astara Mobility, S.A., Board of Directors.

8. REFERENCES

- Ethics Code
- Conflict of Interest Corporate Policy

