

Ibersol Group

Plan for the prevention of risks of corruption and related offenses



CHAPTER I - BACKGROUND, OBJECT AND SCOPE OF APPLICATION

Article 1 - Background

This Plan for the Prevention of Risks of Corruption and Related Offenses, hereinafter referred to as the PPR (*Plano de Prevenção de Riscos*), is prepared and implemented by the Ibersol Group in compliance with the general framework for the prevention of corruption and other applicable standards concerning integrity, the fight against corruption, and related offenses.

For the purposes of this PPR, "corruption and related offenses" shall mean the crimes of corruption, improper receipt and offering of an advantage, embezzlement, economic participation in a business, extortion by a public official, abuse of power, willful breach of duty (*prevaricação*), trading in influence, money laundering, or fraud in obtaining or misusing subsidies, subventions, or credit, as defined in applicable criminal legislation.

The PPR complies with the minimum required content for such plans, encompassing the identification, analysis, and classification of risks and situations that may expose the Ibersol Group to the commission of acts of corruption and related offenses, as well as preventive and corrective measures aimed at reducing the likelihood of occurrence and the impact of such risks.

The PPR has taken into account relevant recommendations on the prevention of corruption, money laundering, and terrorist financing, as well as national and international best practices.

Article 2 - Object

The primary objectives of the PPR are: a) To identify, analyze, and classify the risks and situations that may expose the Ibersol Group to the commission of acts of corruption and related offenses, considering the business sector, the Group's structure, and the geographies in which it operates; b) To define, implement, and monitor adequate preventive and corrective measures to reduce the likelihood of occurrence and the impact of the identified risks and situations; c) To contribute to an organizational culture of integrity, transparency, ethics, and res-

ponsibility, in alignment with the Ibersol Group's Code of Ethics and Conduct and with the Policy on the Prevention of Corruption and Money Laundering and Terrorist Financing (AML/CFT Policy).

The PPR forms an integral part of the Ibersol Group's compliance program, which includes, at least: a) This Plan for the Prevention of Risks of Corruption and Related Offenses; b) The Ibersol Group's Code of Ethics and Conduct; c) The AML/CFT Policy; d) An internal training program on ethics, prevention of corruption, and AML/CFT; e) Internal whistleblowing channels.

Until an autonomous document is approved, the AML/CFT Policy referred to in this article consists of the PPR and the Ibersol Group's Code of Ethics and Conduct, pursuant to Article 9-A.

Article 3 - Subjective scope

This PPR applies to all companies that comprise the Ibersol Group, as defined in Annex I, covering their respective executive, management, operational, and support areas.

The addressees of the PPR are: a) All employees of the Ibersol Group, regardless of the type of employment relationship; b) The members of the management, supervisory, and other corporate bodies of the Group's entities; c) Consultants, agents, intermediaries, suppliers, and other business partners acting on behalf of, for the account of, or for the benefit of Group entities, to the extent that their activities relate to risks of corruption and related offenses.

Article 4 - Objective scope

The PPR covers the entire organization and activity of the Ibersol Group, including operations carried out in Portugal and abroad, without prejudice to the application of the mandatory rules of each local legal system.

The activity areas within the scope of which the risk of commission of acts of corruption and related offenses may occur are identified in Annex II, which forms an integral part of this PPR and shall be updated whenever necessary.

Article 5 - Nature and binding force

The PPR forms part of the internal sys-

tem of work organization and discipline, assuming the nature of internal regulations on integrity and the prevention of risks of corruption and related offenses.

The PPR is mandatory for all addressees referred to in Article 3.

The PPR does not replace or preclude the application of mandatory national or foreign legislation in each jurisdiction where the Ibersol Group operates. In the event of a conflict between the PPR and an applicable legal rule, the latter shall always prevail.

The entry into force of the PPR is contingent upon its adequate internal publication to workers, namely through the intranet, the official website, and posting in workplaces.

CHAPTER II - INTEGRITY SYSTEM AND ARTICULATION WITH OTHER INSTRUMENTS

Article 6 - Compliance program

The Ibersol Group implements a compliance program that includes, among other elements: a) This PPR; b) The Ibersol Group's Code of Ethics and Conduct; c) The AML/CFT Policy; d) Internal standards and procedures for risk prevention; e) An internal training program; f) Internal whistleblowing channels.

These instruments are complementary to each other and must be interpreted consistently, ensuring an integrated framework for prevention, detection, and reaction to acts of corruption and related offenses.

Article 7 - Articulation with the Code of Ethics and Conduct

General principles regarding integrity, transparency, conflicts of interest, gifts and hospitality, relations with public officials, and prohibition of corruption are defined in the Ibersol Group's Code of Ethics and Conduct.

The PPR complements the Code of Ethics and Conduct by detailing risk identification, assessment methodology, specific controls, due diligence duties, and monitoring mechanisms associated with the prevention of corruption and related offenses.

In case of interpretative doubt, the prin-

ciples contained in the Code of Ethics and Conduct shall serve as general guidance.

Article 8 - Articulation with the Code of Good Conduct for the Prevention and Combating of Harassment

Situations of moral or sexual harassment are specifically regulated by the Code of Good Conduct for the Prevention and Combating of Harassment at Work.

Without prejudice to that specific Code, harassment situations may be reported through the whistleblowing channels provided for in Chapter VI, benefiting from the guarantees of confidentiality and protection against retaliation provided for in this PPR and applicable labor legislation.

Article 9 - Articulation with the AML/CFT Policy and other internal policies

The AML/CFT Policy is a fundamental component in the overall control of the Ibersol Group's activity, establishing principles, duties, and specific procedures for the prevention and combating of money laundering and terrorist financing.

Business units must implement internal AML/CFT prevention procedures in coordination with the PPR, particularly regarding risk assessment, customer and third-party due diligence, transaction monitoring, and reporting of irregularities.

Other relevant internal policies, namely regarding third-party management, gifts and hospitality, use of technology, and artificial intelligence tools, must be applied consistently with this PPR.

Article 9-A - AML/CFT Policy during transitional phase

1. Until an autonomous document is approved, the Policy on the Prevention of Money Laundering and Terrorist Financing (AML/CFT Policy) of the Ibersol Group consists, for all internal purposes, of this PPR combined with the Ibersol Group's Code of Ethics and Conduct.

2. During this transitional period, all references to the "AML/CFT Policy" contained in this PPR, the Code of Ethics, and

other internal instruments shall be understood as being made to the PPR and the Code of Ethics and Conduct, applied jointly.

CHAPTER III - GOVERNANCE, RESPONSIBILITIES AND COMPLIANCE OFFICER

Article 10 - Commitment of management bodies

The PPR is grounded in the express commitment of the management bodies of the Ibersol Group's entities, which assume responsibility for the adoption and implementation of the compliance program and, in particular, of this Plan.

The Board of Directors of Ibersol, SGPS, S.A. promoted the preparation of the PPR for the entire Group, ensures its approval, and undertakes to: a) Provide the human, technical, and financial resources necessary for its implementation; b) Define and clearly communicate the "tone from the top" regarding zero tolerance for corruption and related offenses; c) Support the Compliance Officer in the independent performance of their duties; d) Track the interim and annual evaluation reports of the PPR and approve improvement measures that prove necessary.

The management body is responsible for the adoption and implementation of the PPR, without prejudice to powers legally assigned to other bodies, managers, or employees.

Article 11 - Lines of defense

The system of integrity and prevention of risks of corruption and related offenses of the Ibersol Group relies on several complementary lines of defense: a) First line of defense – Management, executive directors, operational management, and all employees responsible for the day-to-day application of preventive rules and procedures set out in the PPR, Code of Ethics, and AML/CFT Policy, as well as identifying and reporting risk situations; b) Second line of defense – The Compliance Officer, who ensures coordination, monitoring, and verification of the implementation of the PPR and associated policies; c) Third line of defense – Internal audit functions, where existing, and in all cases external audit, which

independently evaluate the adequacy, effectiveness, and efficiency of internal controls and the PPR.

All stakeholders in the integrity system must act in coordination, ensuring consistency across policies, procedures, training, whistleblowing channels, risk assessments, and corrective actions.

Article 12 - Compliance Officer¹

The Board of Directors of Ibersol, SGPS, S.A. designates, as a member of senior management or equivalent, the Compliance Officer (*Responsável pelo Cumprimento Normativo – RCN*), who guarantees and controls the application of the Ibersol Group's compliance program, including this PPR.

The Compliance Officer performs their duties independently, permanently, and with decision-making autonomy, possessing access to internal information and human and technical resources necessary for the proper performance of their functions.

In the context of the Ibersol Group, the Compliance Officer has a cross-cutting scope of action covering all entities integrated into the Group, without prejudice to the existence of local contact points or sector-specific compliance functions.

It is specifically incumbent upon the Compliance Officer to: a) Ensure the effective implementation of the PPR and the remainder of the Ibersol Group's compliance program, proposing measures necessary for its continuous improvement; b) Update, whenever necessary, the identification of activities, risks, and control measures related to corruption and related offenses, in coordination with the Group's various departments; c) Monitor the application of due diligence procedures regarding customers, suppliers, partners, and other relevant third parties under the terms of the PPR and AML/CFT Policy; d) Provide clarifications to business units and other internal structures on the interpretation and application of the PPR, Code of Ethics, and AML/CFT Policy; e) Promote and monitor training and awareness sessions regarding ethics, corruption prevention, AML/CFT, and the use of whistleblowing channels; f) Prepare, in

¹Decree-Law No. 109-E/2021 National Anti-Corruption Mechanism and General Regime for the Prevention of Corruption.

Article 12

Compliance program and compliance officer

1 - Covered entities shall adopt and implement a compliance program that includes, at least, a plan for the prevention of risks of corruption and related offenses (PPR), a code of conduct, a training program, and a whistleblowing channel, in order to prevent, detect, and sanction acts of corruption and related offenses committed against or through the entity. 2 - Covered entities shall designate, as a member of senior management or equivalent, a compliance officer who guarantees and controls the application of the compliance program. 3 - The compliance officer shall exercise their duties independently, permanently, and with decision-making autonomy, and the respective entity must ensure that they have the internal information and human and technical means necessary for the proper performance of their duties. 4 - Where covered entities are in a group relationship, a single compliance officer may be designated.

October, the interim evaluation report on identified situations of high or maximum risk, evaluating the degree of implementation of preventive and corrective measures; g) Prepare, in April of the following year, the annual PPR evaluation report, including the quantification of the degree of implementation of foreseen measures and the forecast for their full implementation; h) Coordinate, in alignment with competent areas, the handling of internal reports concerning acts of corruption and related offenses, as well as other facts relevant to the integrity system; i) Propose to the Board of Directors the revision of the PPR at least every three years, or whenever relevant changes in duties, organizational structure, or corporate structure justify it.

Article 13 - Responsibilities of other stakeholders

It is incumbent upon the management bodies of other Group entities to ensure the implementation and compliance of the PPR within their respective entities, promoting operational adaptations that prove necessary.

It is incumbent upon Management, Executive Directors, and heads of business units to ensure that internal procedures in their respective areas align with the PPR, Code of Ethics, and AML/CFT Policy, ensuring proper dissemination of rules and control over their application.

All employees must comply with rules and procedures contained in the PPR, Code of Ethics, and AML/CFT Policy, as well as cooperate with the Compliance Officer and internal audit functions, specifically in providing information and reporting risk situations or irregularities.

External partners and other relevant third parties must comply with contractual clauses and specific obligations imposed on them regarding corruption prevention and related offenses, cooperating with the Ibersol Group in potential assessment and monitoring activities.

CHAPTER IV - RISK IDENTIFICATION AND ASSESSMENT METHODOLOGY

Article 14 - Risk identification and mapping

The identification and mapping of risks of corruption and related offenses shall take into account: a) The Group's activity areas identified in Annex II; b) The types of operations performed; c) Geographies in which the Ibersol Group operates; d) Relationships with public officials and politically exposed persons; e) Involvement with third parties, including suppliers, partners, consultants, and intermediaries; f) Other relevant factors, such as size, complexity, and nature of operations.

Risks are classified by activity areas and

risk factors, using the tables in the Risk and Control Matrix in Annex V.

Article 15 - Analysis, classification and risk matrix

For each combination of "activity area / risk factor", an appraisal is conducted regarding: a) Likelihood of occurrence (PO - Probabilidade de Ocorrência); b) Degree of impact (GI - Grau de Impacto); c) Risk level (NR - Nível de Risco), resulting from the combination of likelihood and impact.

Classification generally follows the scale: a) Likelihood of occurrence: Low (B - Baixo), Medium (M - Médio), or High (E - Elevado); b) Degree of impact: Low (B), Medium (M), or High (E); c) Risk level: Low, Medium, or High.

The methodology, criteria, and risk matrix are described in Annex V, which forms part of this PPR. High or maximum risk situations are subject to more exhaustive prevention measures and take priority in executing mitigation actions.

Article 16 - Preventive and corrective measures

1 - For each identified risk factor, appropriate preventive and corrective measures are defined to reduce likelihood and impact. Measures include, namely: a) Segregation of duties; b) Dual validation mechanisms; c) Written procedures and operational manuals; d) Prior approval requirements for certain types of operations; e) Integrity due diligence processes on third parties; f) Accounting and financial reporting controls; g) Continuous monitoring and periodic reviews.

Specific control measures by risk factor and activity area are set out in Annex IV (Application Controls).

2 - In case of occurrence or suspected occurrence of acts of corruption or related offenses, corrective measures are triggered, which may include suspension of operations, review or termination of business relationships, opening of an internal investigation, reporting to competent authorities when legally required, and reinforcement of controls.

Article 17 - Use of technological tools and artificial intelligence

Risk identification, analysis, and monitoring may utilize technological tools, including information systems, data analytics, and, where applicable, artificial intelligence solutions, provided that: a) Human oversight of decisions with significant impact is ensured; b) Principles of non-discrimination, proportionality, and transparency are respected; c) Personal data protection and confidentiality standards are observed.

The use of artificial intelligence tools in

control and risk assessment processes must align with the Ibersol Group's Code of Ethics and Conduct and internal policy on the use of such tools.

CHAPTER V - DUTIES OF DILIGENCE AND CONTROL

Article 18 - Duty of diligence

The duty of diligence consists of adopting risk-proportionate measures to know and assess risks posed by customers, suppliers, partners, and other third parties, as well as operations carried out with the Ibersol Group.

The duty of diligence encompasses, namely: a) Collection and verification of identification data and relevant information regarding the third party and its ultimate beneficial owner; b) Analysis of the nature, purpose, and regularity of planned operations; c) Assessment of risk factors, including country, activity sector, track record, and reputation.

Whenever justified by the identified risk, enhanced due diligence must be applied, involving additional information collection and approval at an appropriate hierarchical level. The duty of diligence is particularly important at the onset of business relationships and during periodic reviews.

Article 19 - Duty of examination and monitoring

The duty of examination consists of enhanced analysis of operations, business relationships, or situations where red flags of corruption, related offenses, or AML/CFT risks are detected.

The duty of examination is triggered whenever: a) Atypical operations or operations inconsistent with the third party's profile occur; b) Red flags arise regarding funds with unexplained origin or unjustified destination; c) Other relevant risk indicators emerge under internal policies.

Business units must continuously monitor business relationships, keeping relevant information updated and reassessing risk upon significant changes.

Article 20 - Duty of abstention or rejection

When, following compliance with diligence and examination duties, serious doubts or suspicions remain regarding the existence of corruption risks, related offenses, or AML/CFT risks, business units must abstain from executing the transaction or reject maintaining the business relationship.

The decision to abstain or reject must be documented and, where appropriate, coordinated with the Compliance Officer.

Article 21 - Duty of communication

The duty of communication consists of

the obligation to report, internally and, when legally required, externally, suspected situations of corruption, related offenses, or AML/CFT.

Business units must: a) Report to the Compliance Officer situations where relevant risk indicators are identified; b) Issue communications to competent external entities when required by law, pursuant to defined internal procedures.

Communications must be made promptly and contain sufficient information to enable adequate assessment.

Article 22 - Duty of secrecy

All addressees of the PPR are bound by a duty of secrecy regarding information obtained within the scope of applying the PPR, AML/CFT Policy, and corruption risk prevention procedures.

Information obtained in fulfillment of diligence, examination, communication, and other prevention duties may not be disclosed or used for purposes other than those specified in this PPR, unless disclosure is required by law or decision of a competent authority.

Article 23 - Duty of record-keeping

Records relating to the following must be retained for the legally required period or, in the absence of a specific period, for a duration appropriate and proportionate to risk: a) Identification of customers, suppliers, partners, and other relevant third parties; b) Risk assessments and diligence conducted; c) Execution of relevant transactions; d) Application of control measures and decisions on abstention or rejection; e) Internal and external communications made.

Record-keeping must guarantee the integrity, confidentiality, and accessibility of information for audit and evidentiary purposes.

CHAPTER VI - WHISTLEBLOWING CHANNELS AND PROTECTION OF WHISTLEBLOWERS

Article 24 - Internal whistleblowing channels

The Ibersol Group provides specific, independent, and secure internal whistleblowing channels capable of receiving, processing, and following up on reports regarding acts of corruption, related offenses, and other serious irregularities relevant to the integrity system.

Internal channels may include: a) Secure electronic platform; b) Dedicated email address; c) Specific phone line; d) Postal address for written communications.

Detailed information on available internal channels, including contact details and usage instructions, is disclosed to PPR addressees via intranet, corporate website, and other internal communication means.

Without prejudice to general Group channels, specific procedures may exist for reporting AML/CFT and workplace harassment irregularities, coordinated with this PPR.

Article 25 - Scope of reports and standing

Reports may be submitted through internal whistleblowing channels regarding: a) Acts of corruption and related offenses; b) Serious or systematic violations of the PPR, Code of Ethics, and AML/CFT Policy; c) Other serious irregularities that may materially affect the integrity, reputation, or financial situation of the Ibersol Group; d) Situations of moral or sexual harassment, as provided in the Code of Good Conduct for the Prevention and Combating of Harassment.

Reports may be submitted by: a) Employees of the Ibersol Group, regardless of employment status; b) Members of corporate bodies; c) Service providers, temporary workers, consultants, agents, distributors, intermediaries, suppliers, and other business partners; d) Former employees and job applicants, to the extent that the report relates to facts known within a professional context.

Article 26 - Processing of reports

1 - Received reports are registered and subject to preliminary triage by an entity or person designated for that purpose, who: a) Verifies whether the reported matter falls within the scope of the PPR or other internal instruments; b) Evaluates the need for immediate whistleblower protection measures and evidence preservation; c) Determines whether or not to open an internal investigation procedure.

Depending on the case, investigation proceedings may involve: a) Gathering additional evidence from the whistleblower, if identified; b) Consulting internal documentation and records; c) Interviews or other investigative actions, respecting the rights of defense of targeted individuals.

2 - The whistleblower is informed, within a reasonable timeframe, of the receipt of the report, the decision to open or not open an internal investigation, and, at an appropriate stage, the essential result of the analysis, subject to applicable legal limitations.

3 - Reports and associated records are retained for the legally required period and are accessible only to those requiring access for the performance of their duties.

Article 27 - Confidentiality and data protection

The Ibersol Group guarantees the protection of confidentiality regarding the identity of the whistleblower and any

third parties mentioned in the report at all stages, unless disclosure is required by law or necessary to safeguard defense rights.

Personal data of whistleblowers and targeted individuals are processed in compliance with applicable personal data protection legislation, adopting appropriate information security measures.

Article 28 - Prohibition of retaliation

1 - Any form of threat, retaliation, or hostile act against anyone who submits, in good faith and on reasonable grounds, a report under this PPR is prohibited.

Retaliation acts include, namely: a) Unjustified dismissal, suspension, or other disciplinary measure; b) Involuntary transfer or unfavorable alteration of working conditions; c) Unjustly negative performance evaluation; d) Any unfavorable or discriminatory labor practice motivated by report submission.

2 - Good-faith reports cannot, per se, serve as grounds for initiating disciplinary, civil, or criminal proceedings against the whistleblower, unless deliberately and manifestly unfounded.

3 - Regarding harassment reports, specific protection provided in labor legislation and the Code of Good Conduct for the Prevention and Combating of Harassment additionally applies.

CHAPTER VII - TRAINING, AWARENESS AND INTERNAL COMMUNICATION

Article 29 - Training

1 - The Ibersol Group ensures internal training programs, initial and ongoing, for managers and workers on ethics, prevention of corruption and related offenses, as well as AML/CFT. 2 - Training is adapted to the varying exposure of employees to identified risks, reinforced in higher-risk areas, namely procurement, treasury, investments, human resources, finance, and legal. 3 - Participation in training actions under this article is mandatory for designated employees and shall be recorded and monitored.

Article 30 - Awareness and internal communication

1 - The Ibersol Group promotes awareness and internal communication actions aiming to: a) Disseminate the PPR, Code of Ethics, and AML/CFT Policy; b) Explain main risks and control measures; c) Promote knowledge and use of whistleblowing channels and respective guarantees. 2 - Communication is conducted via various channels, including intranet, email, in-person or remote sessions, and other internal communication tools.

CHAPTER VIII - MONITORING, EVALUATION AND REVISION OF THE PPR

Article 31 - Monitoring

1 - Execution of the PPR is subject to continuous monitoring, incumbent upon the Compliance Officer to: a) Monitor application of prevention and correction measures; b) Evaluate control effectiveness; c) Propose adjustments whenever necessary. 2 - Monitoring includes analyzing recorded incidents, internal and external audit results, and information from whistleblowing channels.

Article 32 - Evaluation reports

1 - In compliance with this PPR, there shall be prepared: a) An interim evaluation report, in October, regarding high or maximum risk situations identified in the risk matrix; b) An annual evaluation report, in April of the following year, containing quantification of the degree of implementation of preventive and corrective measures and forecasting full implementation. 2 - The reports referred to in the preceding paragraph are submitted to the Board of Directors of Ibersol, SGPS, S.A. and used as a basis for continuous improvement of the PPR.

Article 33 - Revision of the PPR

1 - The PPR is revised at least every three years. The PPR is also revised whenever relevant changes occur in: a) Duties, organizational structure, or corporate structure of the Ibersol Group; b) Applicable legislation on corruption prevention, AML/CFT, or whistleblower protection; c) Overall risk assessment resulting from new internal or external factors. 2 - Revision proposals are prepared by the Compliance Officer and submitted for approval to the Board of Directors of Ibersol, SGPS, S.A.

CHAPTER IX - DISSEMINATION, ENTRY INTO FORCE AND FINAL PROVISIONS

Article 34 - Dissemination

1 - The PPR and interim and annual evaluation reports are disseminated to all workers of the Ibersol Group via intranet and official website, in an appropriate format, within a maximum period of 10 days following implementation or revision. 2 - Without prejudice to the preceding paragraph, the PPR may also be disseminated through other suitable internal means, including posting in workplaces.

Article 35 - Entry into force

1 - This PPR enters into force on the date of its approval by the Board of Directors of Ibersol, SGPS, S.A. 2 - Upon entry into force of this PPR, the previous version of the Plan for the Prevention of Risks of Corruption and Related Offenses of the Ibersol Group is revoked. 3 - Procedu-

res and measures already implemented under previous versions remain in force to the extent compatible with this PPR, subject to adjustment when necessary.

Article 36 - Subsidiary law

In all matters not expressly provided for in this PPR, applicable legislation, the Code of Ethics and Conduct, the AML/CFT Policy, and other internal regulations of the Ibersol Group shall apply.

ANNEXES

Integral parts of this PPR:

- Annex I - Terminology and Definitions
- Annex II - Activity Areas where risk of corruption may occur
- Annex III - Crimes of corruption and related offenses relevant to criminal liability of legal entities
- Annex IV - Application Controls associated with mitigation of each risk factor
- Annex V - Risk and Control Matrix

ANNEX I

Terminology and Definitions

This Annex gathers concepts used in the PPR and complementing instruments (Code of Ethics and Conduct, AML/CFT Policy, and other internal regulations). Definitions below are extracted and updated from the 2023 version of the Plan, adapted to terminology used in PPR 2026.

- **AML/CFT** - Anti-Money Laundering and Countering the Financing of Terrorism (Branqueamento de Capitais e Financiamento do Terrorismo);
- **UBO** - Ultimate Beneficial Owner (Beneficiário Efetivo), the natural person(s) who ultimately own or control the customer, supplier, or partner in the legal transaction concerned, or on whose behalf a transaction or activity is conducted;
- **Money Laundering** - Process by which perpetrators of criminal activities conceal or attempt to conceal the origin of illegally obtained assets and proceeds (advantages), transforming liquidity resulting from these activities into legally reusable capital, disguising the origin or true owner of funds, preventing prosecution. Participation, association, attempt, complicity, as well as facilitating or advising criminal acts jointly constitute money laundering;
- **Employees and Members of Corporate Bodies** - All employees of the Ibersol Group, including corporate bodies of all Group entities;
- **Corruption and Related Offenses** - Specifically, crimes of corruption, improper receipt and offering of advantage, embezzlement, economic participation in business, extortion by a public official, abuse of power, willful breach of duty, trading in influence, money laundering, or subsidy/credit fraud under the Penal Code (DL 48/95 of March 15), Law 34/87 of July 16, Military Justice Code (Law 100/2003 of November 15), Law 50/2007 of August 31, Law 20/2008 of April 21, and Decree-Law 28/84 of January 20;
- **Customer, Provider and Partner Due Diligence** - Standard due diligence procedure to understand and assess risks posed by a customer, supplier, or partner, or their transactions;
- **Senior Management²** - Any executive manager or employee with sufficient knowledge of the Business Unit's exposure to AML/CFT risk and a sufficiently high hierarchical level to make decisions affecting risk exposure, not necessarily a member of the Board of Directors;
- **Integrity Due Diligence** - In-depth process of analysis, study, and evaluation of information and documents across various sectors of a company to eliminate or reduce risks involved in an acquisition;
- **Enhanced Due Diligence** - Reinforced diligence procedure regarding a customer, supplier, or partner, adopted when high AML/CFT risk factors are identified;
- **Entity** - Any natural or legal person representing customers, suppliers, and partners;
- **Risk factors** - Variables or circumstances that, individually or combined, increase or decrease AML/CFT risk in business relationships or occasional transactions;
- **Terrorist Financing** - Collective term for acts whose purpose is providing material resources for terrorist activities. Controls focus on destination and intended ends rather than origin of money;
- **Ibersol Group or Group** - Includes Ibersol, SGPS, S.A. and all legal entities in which Ibersol, SGPS, S.A. directly or indirectly holds >50% of capital/voting rights, has the power to appoint >50% of management/supervisory bodies, or are included in the Group consolidation perimeter;
- **Significant Influence** - Power to participate in financial and operating policy decisions of the Entity or its economic activity;
- **High-risk jurisdictions** - Countries presenting higher AML/CFT risk based on risk factor evaluations;
- **KYC** - Know Your Customer, structured information repository on individual or corporate customers;
- **KYS** - Know Your Supplier, structured information repository on suppliers;
- **KYP** - Know Your Partner, structured information repository on business partners;
- **Source of Funds** - Origin of funds involved in business relationships or occasional transactions, including generating activity and transfer mechanisms;
- **High-risk third countries** - Non-EU countries identified by the European Commission as having strategic deficiencies in AML/CFT regimes;
- **Partners** - Persons, mandatories, external auditors, suppliers, and service providers to the Ibersol Group, permanently or occasionally;
- **PEP** - Politically Exposed Person, individual entrusted with a prominent public function;
- **Close associates** - i) natural person owning legal entity/arrangement; ii) natural person holding share capital/voting rights of legal entity with customer as UBO; iii) natural person with business/professional relationships;
- **AML/CFT Policy** - Policy on Prevention of Corruption, Money Laundering, and Terrorist Financing;
- **Business Relationships** - Relationships established for business/professional purposes expected to be durable;
- **Compliance Officer** - Person responsible within Ibersol Group for controlling compliance with Corruption and AML/CFT Policies;
- **RGPC** - General Regime for Corruption Prevention attached to Decree-Law 109-E/2021;

- **Occasional transactions** - Transactions outside established business relationships, expected to be one-off;
- **Business Unit** - Legal entities forming part of Ibersol Group, operated brands, and functional departments.

ANNEX II

Activity Areas where risk of corruption may occur

Identify main activity areas of the Ibersol Group where corruption risks may occur, pursuant to Article 4 of PPR and Article 6(2) (a) of RGPC.

Activity Areas	Covered Ibersol Group Entities
Raw Material Procurement	Ibersol ACE
Goods and Services Procurement	Ibersol ACE
Capital Expenditure Procurement	Cross-cutting across Group companies - Brands
Advertising Space Procurement	Shared Services
Real Estate Asset Acquisition	IBR / Shared Services
Real Estate Space Usage	Shared Services / Ibersol Restauração
Partnerships	Holding / Shared Services
Sponsorships	Holding / Shared Services
Donations	Holding / Shared Services
Treasury Management	Holding / Shared Services
Financial Management, including ICs	Holding / Shared Services
Human Resources Management	Holding / Shared Services
Accounting Reporting and Tax	Holding / Shared Services
Investments, including financial	Holding
Mergers and Acquisitions (M&A)	Holding
Investor Relations	Holding
Legal Department	Shared Services
Regulatory Entities	Holding / Brands / Shared Services

² Defined in Article 2(n) of Law No. 83/2017: "Senior management, any manager or employee with sufficient knowledge of the obliged entity's exposure to money laundering and terrorist financing risk and with a sufficiently high hierarchical level to make decisions affecting risk exposure, not necessarily a member of the management body".

ANNEX III

Legally foreseen crimes of corruption and related offenses that may lead to criminal liability of private sector legal entities (Article 11 of the Penal Code)

Crimes / Offenses	Risk / Applicable Legislation	Legal Framework
Corruption and Related Offenses in the Public Sector	Active Corruption (punished under Art. 374 of Penal Code)	"1- Whoever, by himself or through an intermediary person, with his consent or ratification, gives or promises to a public official, or to a third party upon indication or knowledge thereof, a pecuniary or non-pecuniary advantage for the purpose specified in Art. 373(1), is punished with imprisonment from one to five years. 2- If the purpose is specified in Art. 373(2), the perpetrator is punished with imprisonment up to three years or a fine up to 360 days. 3- Attempt is punishable."
	Trading in Influence (punished under Art. 335 of Penal Code)	"1- Whoever, by himself or through an intermediary, with his consent or ratification, requests or accepts, for himself or a third party, a pecuniary or non-pecuniary advantage, or promise thereof, to abuse his influence, real or supposed, with any public entity, is punished: a) Imprisonment 1 to 5 years, if heavier penalty does not apply, if purpose is unlawful favorable decision; b) Imprisonment up to 3 years or fine, if purpose is lawful favorable decision. 2- Whoever gives/promises advantage for purpose in a) is punished with imprisonment up to 3 years or fine."
	Improper Receipt of Advantage (punished under Art. 372 of Penal Code)	"2- Whoever gives/promises to a public official or third party an undue pecuniary/non-pecuniary advantage in exercise of duties is punished with imprisonment up to 3 years or fine up to 360 days."
Bribery	Bribery (punished under Art. 363 of Penal Code)	"Whoever convinces/attempts to convince another person through gift/promise of advantage to commit acts under Arts. 359 or 360 (false statement/testimony), without them being committed, is punished with imprisonment up to 2 years or fine up to 240 days."
Illegal Political Party Financing	Illegal Political Party Financing (punished under Arts. 8 & 29 of Law 19/2003)	Art. 8: "1- Political parties cannot receive anonymous donations or pecuniary/in-kind donations/loans from national or foreign legal entities..." Art. 29: "4- Legal entities violating Chapter II provisions are punished with a minimum fine of double the prohibited donation amount and maximum quintuple."
Corruption and Related Offenses in the Private Sector	Active Corruption in International Trade (punished under Art. 7 of Law 20/2008)	"Whoever gives/promises to a national/foreign public official or political office holder an undue advantage to obtain/retain business or contract in international trade is punished with imprisonment from 1 to 8 years."
	Passive Corruption (punished under Art. 8 of Law 20/2008)	"1- Private sector employee who solicits/accepts undue advantage for act/omission breaching functional duties is punished with imprisonment up to 5 years or fine up to 600 days. 2- If act/omission distorts competition or causes financial harm, imprisonment 1 to 8 years."
	Active Corruption (punished under Art. 9 of Law 20/2008)	"1- Whoever gives/promises undue advantage to person in preceding article is punished with imprisonment up to 3 years or fine. 2- If conduct aims to/causes competition distortion or harm, imprisonment up to 5 years or fine up to 600 days. 3- Attempt is punishable."

ANNEX IV

Application Controls associated with the mitigation of each risk factor

Risk Factors	Preventive and Corrective Measures
Relations with public officials and/or politically exposed persons	Ensure compliance with Relationship Procedure regarding Public Officials/PEPs and Conflict of Interest Prevention: • Reporting all interactions with Public Officials/PEPs; • Annual signing by Decision-Makers and PEP-classified employees of No Conflict of Interest Declaration; • Conflict of interest analysis for PEPs, close family members/associates (Employees/candidates).
Involvement with third parties associated with corruption/integrity risks	Third parties entering business relationships with Ibersol Group (with procedure exceptions) are subject to Integrity Due Diligence (IDD) and contract adaptation following IDD Opinion recommendations.
Granting gifts and event invitations	Granting gifts or event invitations subject to Senior Management approval when exceeding benchmark limits.
Accepting gifts and event invitations	Acceptance of gifts and event invitations managed via approval thresholds and registry.
Granting sponsorships and donations	Integrity risk assessment with final rating opinion on beneficiary. Inclusion of specific mitigation clauses (accountability, compliance, monitoring). Continuous monitoring of project execution effectiveness against agreement objectives.
Access to funds	Internal Financial Reporting Control System, comprising consolidated matrix of risks and controls covering financial info preparation.
Involvement with non-cooperative geographies	Third parties subject to IDD process. Ibersol Group companies shall not engage with non-cooperative persons, entities, or countries. ³
Business relationships with individuals/entities from high corruption countries	Subject to Integrity Due Diligence process and contract customization.
Negotiation/Contracting of private third parties (conflicts of interest)	Members of management bodies and Employees must report actual/potential Conflicts of Interest to Senior Management. Annual signing of Conflict of Interest Declaration. IDD process for third parties. Procurement control mechanisms.
Access to commercially sensitive / insider / confidential info	Specific control mechanisms associated with recruitment, internal mobility, and restricted access rights.
Employee favorability (conflicts of interest)	Control mechanisms in recruitment/selection (screening, multi-level interviews).
Intervention in judicial proceedings	Validation levels for selecting lawyers/law firms, coupled with Integrity Due Diligence analysis procedures.

³ "Non-cooperative countries" mean jurisdictions identified by European Commission as high-risk third countries under Law 83/2017 or included by FATF in "High-Risk Jurisdictions subject to a Call for Action" or "Jurisdictions under Increased Monitoring".

ANNEX V

Risk and Control Matrix

Legend: PO = Probability of Occurrence | GI = Degree of Impact | NR = Risk Level (B = Low, M = Medium, E = High)

Activity Areas	Risk	Risk Factor	Inherent Risk Evaluation (PO / GI / NR)		
			PO	GI	NR
Procurement (Goods/Services)	Active Corruption (Public)	Relations with public officials and/or PEPs	E	B	M
	Active Corruption (Private)	Negotiation/Contracting private third parties (Conflicts of interest)	M	B	M
		Involvement with third parties associated with corruption/integrity	M	B	M
	Passive Corruption (Private)	Relations with public officials and/or PEPs	E	B	M
		Negotiation/Contracting private third parties (Conflicts of interest)	E	E	M
		Access to commercially sensitive / insider / confidential info	E	M	E
		Involvement with third parties associated with corruption/integrity	M	E	M
	Active Corruption (Public)	Relations with public officials and/or PEPs	M	E	E
	Active Corruption (Private)	Negotiation/Contracting private third parties (Conflicts of interest)	B	M	M
	Illegal Party Financing	Relations with public officials and/or PEPs	B	M	M

Activity Areas	Risk	Risk Factor	Inherent Risk Evaluation (PO / GI / NR)		
			PO	GI	NR
Procurement (Raw Materials)	Active Corruption (Public)	Relations with public officials and/or PEPs	M	E	E
		Involvement with sanctioned countries	M	E	E
		Business relationships with persons/entities from high corruption countries	E	M	E
	Active Corruption (Private)	Negotiation/Contracting private third parties (Conflicts of interest)	M	E	E
		Relations with public officials and/or PEPs	M	E	E
		Involvement with sanctioned countries	E	M	E
		Business relationships with persons/entities from high corruption countries	M	E	E
		Involvement with third parties associated with corruption/integrity	E	M	E
		Negotiation/Contracting private third parties (Conflicts of interest)	E	M	E
		Access to commercially sensitive / insider / confidential info	E	E	E
	Passive Corruption (Private)	Involvement with third parties associated with corruption/integrity	M	E	E

Activity Areas	Risk	Risk Factor	Inherent Risk Evaluation (PO / GI / NR)		
			PO	GI	NR
Treasury Management	Active Corruption (Public)	Involvement with sanctioned countries	M	E	E
		Business relationships with persons/entities from high corruption countries	M	E	E
		Access to funds	E	E	E
	Active Corruption (Private)	Access to funds	B	E	M
	Passive Corruption (Private)	Access to commercially sensitive / insider / confidential info	M	E	E

Activity Areas	Risk	Risk Factor	Inherent Risk Evaluation (PO / GI / NR)		
			PO	GI	NR
Business Analysis & Partnerships / Investments / M&A	Active Corruption (Public)	Relations with public officials and/or PEPs	M	E	E
		Involvement with sanctioned countries	M	E	E
		Business relationships with persons/entities from high corruption countries	M	E	E
		Negotiation/Contracting private third parties (Conflicts of interest)	M	E	E
	Active Corruption (Private)	Relations with public officials and/or PEPs	M	E	E
		Involvement with sanctioned countries	M	E	E
		Business relationships with persons/entities from high corruption countries	M	E	E
		Involvement with third parties associated with corruption/integrity	M	E	E
		Negotiation/Contracting private third parties (Conflicts of interest)	M	E	E
		Access to commercially sensitive / insider / confidential info	E	E	E
	Passive Corruption (Private)	Involvement with third parties associated with corruption/integrity	M	E	E
		Involvement with sanctioned countries	M	E	E
		Business relationships with persons/entities from high corruption countries	M	E	E
Financial Reporting & Tax	Active Corruption (Public)	Relations with public officials and/or PEPs	B	E	M
	Passive Corruption (Private)	Access to commercially sensitive / insider / confidential info	E	E	E

Activity Areas	Risk	Risk Factor	Inherent Risk Evaluation (PO / GI / NR)		
			PO	GI	NR
Financial Management	Passive Corruption (Private)	Access to commercially sensitive / insider / confidential info	M	M	B
	Active Corruption (Private)	Negotiation/Contracting private third parties (Conflicts of interest)	M	E	B
Investor Relations	Active Corruption (Public)	Relations with public officials and/or PEPs	E	B	M
	Passive Corruption (Private)	Access to commercially sensitive / insider / confidential info	M	E	E
HR Management	Active Corruption (Public)	Relations with public officials and/or PEPs	E	B	M
		Negotiation/Contracting private third parties (Conflicts of interest)	E	B	M
	Passive Corruption (Private)	Relations with public officials and/or PEPs	E	M	B
		Employee favorability (Conflicts of interest)	M	M	M
Partnerships, Donations & Sponsorships	Active Corruption (Public)	Granting sponsorships and donations	E	E	M
		Granting gifts and event invitations	M	E	E
	Active Corruption (Private)	Granting sponsorships and donations	M	E	E
		Granting gifts and event invitations	M	E	E
		Relations with public officials and/or PEPs	M	E	E
		Involvement with third parties associated with corruption/integrity	M	E	E
	Passive Corruption (Private)	Accepting gifts and event invitations	M	M	M
		Involvement with third parties associated with corruption/integrity	M	E	E
	Illegal Party Financing	Granting sponsorships and donations	B	M	M
Legal	Active Corruption (Public)	Relations with public officials and/or PEPs	E	B	M
	Bribery	Intervention in judicial proceedings	M	M	M
	Active Corruption (Private)	Negotiation/Contracting private third parties (Conflicts of interest)	E	B	M
	Passive Corruption (Private)	Negotiation/Contracting private third parties (Conflicts of interest)	E	B	M
Regulation	Active Corruption (Public)	Relations with public officials and/or PEPs	E	M	E

Activity Areas	Risk	Risk Factor	Inherent Risk Evaluation (PO / GI / NR)		
			PO	GI	NR
Real Estate Management	Active Corruption (Public)	Relations with public officials and/or PEPs	M	B	M
	Passive Corruption (Private)	Negotiation/Contracting private third parties (Conflicts of interest)	B	M	M
	Active Corruption (Private)	Negotiation/Contracting private third parties (Conflicts of interest)	M	M	M
		Negotiation/Contracting private third parties (Conflicts of interest)	M	M	M
Insurance Program Management	Passive Corruption (Private)	Access to commercially sensitive / insider / confidential info	E	M	E