



**Annex III:
CODE OF CONDUCT**

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CODE OF CONDUCT



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1) ETHICAL VALUES AND PRINCIPLES

Article 1 - Prohibition of violations of the Code of Ethics and Conduct of DESARROLLO MULTILATERAL S.L.

1. Any violation of the Code of Ethics and Code of Conduct will be sanctioned proportionally in accordance with the regime described in this Code, the Collective Agreement for Offices and Law Firms and the Workers' Statute.
2. Once a complaint regarding a violation of the Code of Ethics and Code of Conduct has been received through the Reporting Channel implemented by DEM or other appropriate means, it will be processed in accordance with the reporting and investigation procedures implemented by the entity.

Article 2 - Prohibition of Discrimination and Harassment.

1. Any form of discrimination is prohibited at DEM, whether based on race, gender, sexual orientation, origin, ideology, religion, functional diversity, marital status, social status, or other factors.
2. Any form of sexual, workplace or other harassment or bullying is prohibited.
3. In the event of a complaint regarding a violation of any of the above clauses, proceedings will be carried out in accordance with Article 1 – 2.
4. Violation of the prohibitions contained in this article shall be considered a medium or serious disciplinary offence, depending on the particular characteristics of the offence committed.

Article 3 - Respect among DEM employees, collaborators, customers and suppliers.

1. All DEM collaborators, employees, customers and suppliers must respect each other. DEM employees and collaborators, regardless of their position within the organisation, shall ensure that they maintain respect in their relationships with other DEM collaborators, customers and suppliers.
2. In the event of a complaint regarding a violation of the mutual respect clause, Article 1 – 2 shall apply.
3. Violation of the clause set forth in Article 3 – 1 shall be considered a medium or serious violation, depending on the particular characteristics of the violation committed.

Article 4 - Duty of confidentiality in the handling of information.

1. DEM employees and collaborators have a duty to maintain confidentiality with regard to facts, data, news and, in general, any information they have learned in the handling of customer and supplier matters, as well as information relating to the organisation.
2. DEM employees and collaborators are prohibited from removing confidential information from customers or suppliers from DEM's premises without the authorisation of the Managing Director.
3. DEM employees and collaborators are prohibited from sending any confidential information to their personal email addresses.
4. The disclosure of confidential information regarding clients and suppliers by DEM employees and collaborators, as well as that corresponding to the organisation, is prohibited.

5. For the purposes of this Code, confidential information is defined as any facts, documents, news, or similar items that DEM employees and collaborators may have become aware of, with or without cause, in the course of their duties.
6. Any breach of the duties set forth in this article shall be considered a medium or serious offence, depending on the particular characteristics of the offence committed.

2) PERSONAL RELATIONSHIPS BETWEEN EMPLOYEES, PARTNERS, CUSTOMERS AND SUPPLIERS

Article 5 - Conflict of interest.

1. DEM employees and collaborators have a duty to inform the Managing Director of the existence of any personal, romantic or similar relationship they may have with customers or suppliers. This clause also applies to personal, romantic or similar relationships that DEM employees and collaborators may have with public officials and other DEM employees or collaborators, provided that such relationships could give rise to situations of incompatibility or conflict of interest.
2. Any breach of the duties set out in this article shall be considered a medium or serious offence, depending on the particular characteristics of the offence committed.

3) ANTI - BRIBERY POLICY

Article 6 - Absolute prohibition of acts of bribery and corruption.

1. DEM employees and collaborators must never commit or order any kind of act of bribery or corruption.
2. Bribery is understood to mean any type of reward, incentive, object or item of value offered to another person in order to obtain a commercial, contractual, regulatory or professional advantage.

3. Corruption is understood to be an act in which one party gives and the other receives in an irregular manner, in breach of regulations and with a conflict of interest between the giver and the receiver, whenever an act contrary to the position or professional activity is carried out in order to obtain an illegitimate advantage.
4. If any DEM employee or collaborator becomes aware of the possible commission of an act of bribery and/or corruption by another DEM employee or collaborator, customer or supplier, they must report it immediately through the Internal Information Channel, provided for in the Internal Information System in accordance with Law 2/2023, addressed to the Head of the Internal Information System. This person is legally responsible for managing and processing complaints in accordance with the requirements and guarantees established in current regulations, ensuring the protection of the whistleblower, confidentiality and diligence in the procedure.
5. Violation of this provision will result in a serious offence, as well as the application of disciplinary sanctions and/or criminal charges.

Article 7.- Prohibition on holding meetings with public officials at unauthorised times or locations.

1. DEM employees and collaborators, while attending to any case, consultation, work or service for which they are responsible, are prohibited from meeting with public officials or civil servants outside of public office hours or in any place other than the public official's office, except for the exceptions provided for by law.
2. Any breach of this provision shall be classified as a serious offence.

Article 8 – Gifts.

1. DEM employees and collaborators are prohibited from offering, giving, receiving and/or managing gifts, benefits or other similar items to public officials, suppliers and customers.

2. Promotional or advertising items such as merchandising, catalogues, brochures or similar items, and those for academic purposes, such as books, articles or similar items authored by DEM or its members, are not considered gifts. Stationery items such as paper, notepads, pens, and non-alcoholic beverages provided in the context of professional or work meetings are also not considered gifts.
3. The provisions of Article 8 – 1 do not apply to gifts given by customers or suppliers to DEM employees or collaborators, on an exceptional basis for birthdays or other types of celebrations, provided that the customer has no outstanding debt or claims, nor any fees pending agreement or approval.
4. Violation of this provision shall constitute a medium or serious offence, depending on the particular characteristics of the offence committed.

4) PERSONAL DATA PROTECTION

Article 9 - Protection of personal data.

1. The activities of DEM employees and collaborators must be carried out in strict compliance with the organisation's internal procedures for the protection of personal data.
2. Failure to comply with the duties established in DEM's Personal Data Protection guidelines will constitute a medium or serious offence, depending on the particular characteristics of the offence committed.

5) CONTRIBUTION TO THE DEVELOPMENT OF COMMUNITIES

Article 10 - Contribution to the development of communities.

1. Promote the use of channels that allow stakeholders to communicate their concerns about DEM projects.
2. Always act with respect for cultural diversity, the principles and customs of local communities, and the specific characteristics of each social group with which we interact.

3. Respect and promote human rights, with special attention to the freedoms and rights of vulnerable groups such as indigenous communities, women, children and ethnic minorities, among others, and promote the extension of this respect to suppliers and other stakeholders.
4. Participate and facilitate employees' participation in corporate volunteering and charitable activities promoted by the organisation.
5. Ensure that DEM's contributions are made after analysing the suitability of the entity with which it collaborates, carrying out monitoring to ensure that the contributions are used for the intended purposes.
6. It is contrary to the Code to:
 - a. Carrying out any type of action that could affect the human rights of DEM's stakeholders.
 - b. Requiring participation in a social investment or contribution to a charitable cause as a condition for the provision or award of a service to a customer or supplier.
 - c. Developing social investment projects, donations, sponsorships, or collaborations on behalf of DEM that may generate potential conflicts of interest or are not authorised.
 - d. Making contributions for a purpose other than that authorised or for any operation where there are doubts about its use.

6) VIOLATIONS AND SANCTIONS

Article 11 – Violations.

1. The guidelines set out in the Collective Agreement for Offices and Law Firms and the Workers' Statute shall be followed.
2. Violations of this Code are classified as minor, moderate, or serious.

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3. If a DEM employee or collaborator commits two or more minor infringements within a period of one year, these will automatically be recorded as a medium infringement.
4. If a DEM employee or collaborator commits two or more medium offences within a year, these will automatically be recorded as a serious offence.
5. Serious violations are only those indicated in this Code of Conduct.

Article 12 - Sanctions.

1. The guidelines set out in the Collective Agreement for Offices and the Workers' Statute shall be followed.
2. Upon finding that an employee, collaborator, customer or supplier of DEM has committed a minor offence, the General Management shall issue a written warning.
3. If it is found that an employee, collaborator, customer or supplier of DEM has committed a medium offence, the General Management may apply the sanction of suspension from the position for a maximum of 3 days without pay, in addition to ordering that the project or consultation be withdrawn.
4. Upon finding that an employee, collaborator, client or supplier of DEM has committed a serious offence, the General Management may terminate the contract with the worker or terminate the contractual relationship with the service provider, without prejudice to the option of applying a medium sanction.

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