



## CODE OF ETHICS AND CONDUCT

COMPAÑÍA ESPAÑOLA  
DE PETRÓLEOS AND  
SUBSIDIARIES  
(CONSOLIDATED GROUP)





CODE OF ETHICS  
AND CONDUCT



# CONTENTS

MESSAGE FROM OUR CEO 3

COMPLYING WITH THE LAW AND DOING BUSINESS ETHICALLY  
IS EVERYONE'S RESPONSIBILITY 4

OUR COMMITMENTS

## 01.

### OUR COMMITMENTS TO OUR EMPLOYEES

1.1. Workplace health and safety 7  
1.2. Harassment prevention, respect and equal opportunity 8  
1.3. Asset management and controls 9  
1.4. Information management 10  
1.5. Use of artificial intelligence technology 11

## 02.

### OUR COMMITMENTS AS A SUSTAINABLE COMPANY

2.1. Environmental stewardship and the energy transition 13  
2.2. Human rights 14  
2.3. Control, governance and compliance in our operations 15  
2.4. Anti-bribery and corruption 16  
2.5. Anti-money laundering and counter-terrorist financing measures 17

## 03.

### OUR COMMITMENTS IN OUR EXTERNAL RELATIONSHIPS

3.1. Conflicts of interest 19  
3.2. Interacting with governments, public administrations and trade unions 20  
3.3. Engaging with partners, suppliers, customers and other stakeholders 21

## 04.

### OUR COMMITMENTS IN THE MARKETPLACE

4.1. Antitrust and fair competition 23  
4.2. Intellectual/industrial property 24  
4.3. Market manipulation 24  
4.4. International trade 25  
4.5. Media relations and information transparency 26

WHAT TO DO IN THE EVENT OF A SUSPECTED VIOLATION  
OR POSSIBLE MISCONDUCT 27

AMENDMENT, ACCEPTANCE AND APPROVAL 27

GLOSSARY 28

## MESSAGE FROM OUR CEO

At Cepsa, we transform energy and mobility to improve the world together. This is the purpose that guides our values and strategy for 2030, Positive Motion, through which we want to become a leader in sustainable mobility, biofuels and green hydrogen in Spain and Portugal and a leader in a fair and inclusive energy transition.

Our Code of Ethics and Conduct, of mandatory compliance, is a guide to establish appropriate behavior for all our employees and stakeholders. It ensures respect and responsibility in everything we do. It also enables us to ensure that the third parties with whom we work share ethical principles and behaviors similar to our own.

Cepsa's Corporate Governance System contains the guidelines that govern the company's actions in accordance with environmental, social, and good governance (ESG) criteria. In addition, our Integrity Channel is available for everyone to report in good faith any breach of our Code of Ethics and Conduct in full confidentiality and free of retaliation, a fundamental tool for us to do our job properly.

All of us who work at Cepsa have the responsibility to act with integrity and honesty, safeguarding the company's reputation at all times and generating positive impacts for society.

Ethical behavior, compliance with the law, and transparency are a constant across our company and reinforce our commitments to the safety, well-being, and development of all our teams and communities.

Ethics is integrated into Cepsa's corporate culture because we care about people and because it is essential for all of us to care for our planet and build a sustainable energy future. We are approaching change and challenges with enthusiasm, hope, and courage, and our cutting-edge projects depend on compliance with the law and zero tolerance for any type of inappropriate behavior.

As a global energy company, we create more value by working together with respect, honesty, and integrity, connecting with our customers, suppliers, shareholders and society as a whole to achieve excellent results. All of this, with the aim of advancing on our path towards decarbonization and sustainability.

Maarten Wetselaar,  
Cepsa CEO



## ➤ COMPLYING WITH THE LAW AND DOING BUSINESS ETHICALLY IS EVERYONE'S RESPONSIBILITY

As Cepsa employees, we should always act with honesty and integrity even under difficult or compromising circumstances or outside pressures

When confronted with one of these situations, ask yourself the following questions before taking action:

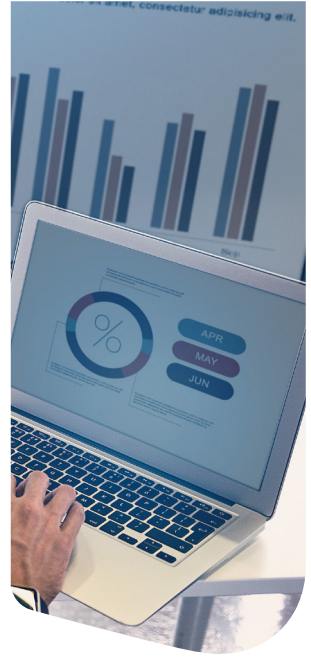
1. Is it legal?
2. Is it consistent with our values and principles?
3. Does it comply with both the letter and spirit of our Code?
4. Is it allowed under our company's policies and procedures?
5. Would I feel comfortable if my actions or decisions were publicly known or ended up in the news?
6. Would I be able to openly talk about or admit what I'm doing without feeling ashamed or embarrassed?

If your answer to any of these questions is "no", take a moment to discuss your concerns with your supervisor/line manager and/or the Ethics & Compliance Office so they can give you the appropriate advice on how to proceed.

Make sure to:

- Read, familiarize yourself with and understand the Code. If you are unsure or have questions, seek advice from the Ethics & Compliance Office through the [Integrity Channel](#).
- Complete the ethics training assigned to you by the company and always adhere to the Code.
- Demonstrate, through your words and actions, your commitment to the highest standards of integrity and ethics, acting in accordance with the Code in every one of your daily activities.
- Notify the Ethics & Compliance Office in good faith on any actual or suspected violation of the Code.





Each one of Cepsa's employees is responsible for safeguarding the company's integrity and reputation. Whenever you come across a possible violation of the Code, our internal regulations or applicable laws, it is your duty and obligation to report it as promptly as possible.

- Listening to and addressing any concerns raised.
- Making sure that no one who truthfully and in good faith reports a suspected violation suffers any retaliation for doing so, and appropriately handling any possible breaches of the Code that may arise.

Remember that if you are a supervisor or manager, you have a responsibility to embody ethical conduct by adhering to the Code, demonstrating your genuine and honest leadership by:

- Making sure that your team knows, understands and complies with this Code and any other applicable regulations.
- Leading by example.
- Providing guidance and support to your team whenever they have any doubts or concerns.
- Fostering an environment where people feel comfortable about sharing their thoughts and opinions.





OUR COMMITMENTS

01.

# OUR COMMITMENTS TO OUR EMPLOYEES



## 1.1 WORKPLACE HEALTH AND SAFETY

- Making the health and safety of our employees our top priority, under the principle that all accidents are preventable, and allocating the necessary resources to achieve this goal.
- Doing what it takes to ensure that Cepsa Group employees have the required knowledge, training and awareness about safety issues, strengthening the tools and mechanisms to enable workers and their representatives, where applicable, to actively take part, providing the right resources to foment awareness and engagement and regularly reporting on the company's performance.

Requiring our suppliers and contractors to be adequately trained on safety and risk prevention before starting to work for Cepsa.

- Ensuring the health and safety of our customers and the communities at large throughout the lifecycle of the products we manufacture and sell.
- Promoting efficient and sustainable management systems through the proper planning of review, testing, corrective or continuous improvement activities, aligned with the prevailing business and operating environment and the company's strategy.
- Keeping Cepsa a drug and alcohol-free workplace. The consumption of alcohol and the use, possession, sale, purchase or distribution of illegal substances on company premises is strictly prohibited.



### WE RELY ON YOU TO...

- Actively take part in all mandatory training activities.
- Look after the health and safety of the people you engage with on a daily basis and be particularly careful when dealing with health and safety issues, making sure that the required personal protective equipment is used as needed.
- Identify, anticipate and evaluate occupational health and safety related risks before making any decisions in order to adopt the most appropriate preventive or mitigating measures.
- Be aware of what is happening around you and report any accidents, injuries, health or safety concerns or any unsafe conditions that you observe, taking immediate steps to stop any activities if needed.

Remember: the safety and well-being of everyone is critical to doing our work.







## 1.2 HARASSMENT PREVENTION, RESPECT AND EQUAL OPPORTUNITY

- Our commitment to the United Nations SDG (Sustainable Development Goals) makes us even more determined to ensure fair and equal opportunities in the workplace, where diversity is valued and non-discriminatory practices are applied when it comes to hiring, promoting or compensating our employees.
- We do not tolerate any form of physical, sexual, psychological or verbal harassment, bullying or abuse among our employees or any other conduct or behavior that may create an intimidating, offensive, humiliating or hostile work environment.
- We are committed to protecting our employees' right to disconnect.



### WE RELY ON YOU TO...

- Encourage dignified employment, scrupulously respecting people's right not to be victims of forced labor or any other form of labor exploitation within Cepsa and among Cepsa's business partners, suppliers, customers or any other stakeholder.
- Treat everyone with respect, dignity and courtesy and never threaten, humiliate, harass or use suggestive, derogatory or degrading language or actions, making sure to adapt your behavior to local customs.
- Act impartially and make sure that your feelings, prejudices and personal preferences do not get in the way of any job-related decisions you make involving the hiring, evaluation, promotion, training, development, disciplinary action, compensation or dismissal of any employees.
- Respect other people's boundaries and avoid inappropriate or unwelcome physical contact or behavior.
- Respect and honor the right to disconnect so that everyone can enjoy, outside their normal working hours, their leisure and family time, paid leaves and holidays.

## CHAPTER 1

Our commitments.

**Our commitments to our employees**

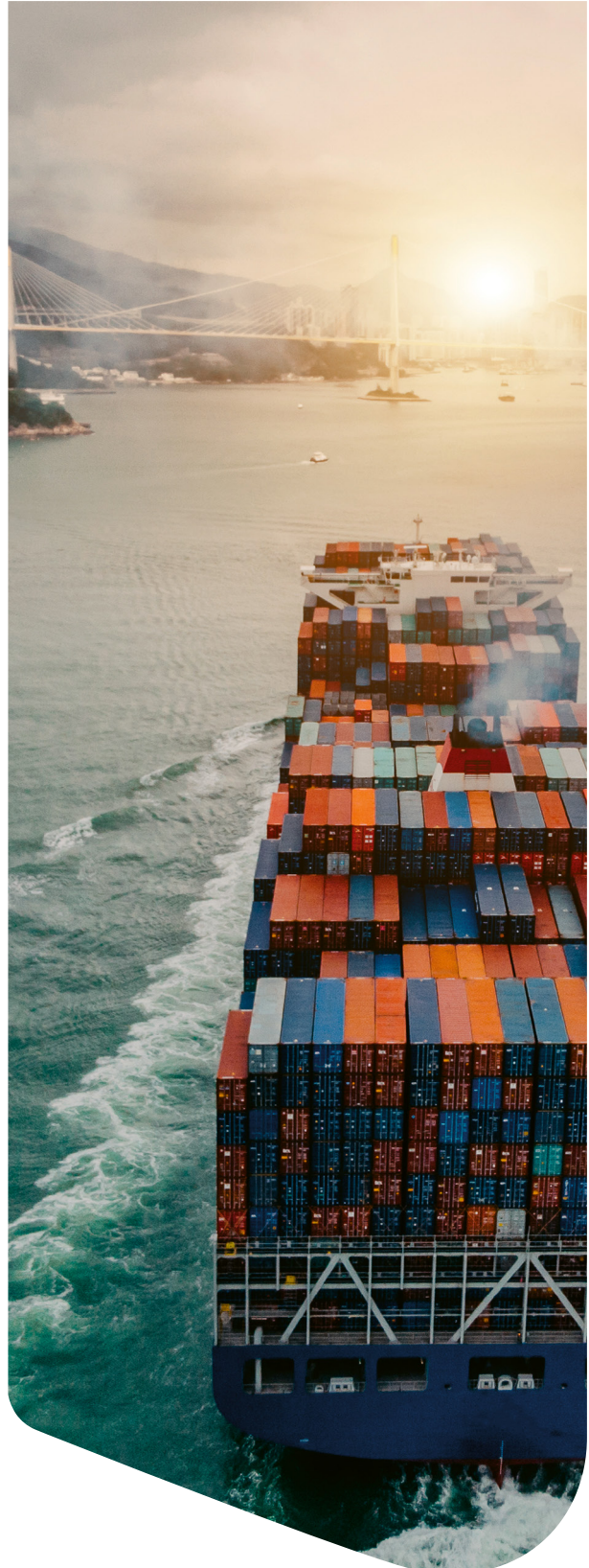
### 1.3 ASSET MANAGEMENT AND CONTROLS

- Company assets include physical assets such as land, facilities, equipment and inventory, as well as intangibles, such as our brand, reputation, intellectual property, know-how, proprietary information, IT systems and programs, etc.
- Cepsa undertakes to provide its employees with all the necessary equipment and resources to perform their professional duties and responsibilities.
- As Cepsa employees, we are all responsible for properly using corporate assets and protecting them from misuse, abuse, destruction or loss.



#### WE RELY ON YOU TO...

- Use the Cepsa brand image responsibly and refrain from using it in personal communications or those that are unrelated to the company.
- Avoid accessing, downloading, storing or sending inappropriate or unlawful content on company computers or mobile phone devices, and be especially cautious with suspicious emails or links.
- Avoid participating in, abetting or permitting any actions or situations involving the robbery, theft, improper use, fraud, destruction, loan, sale or disposal of assets in an unauthorized manner.
- Be extremely prudent and avoid sharing employee access cards or passwords to access systems.



## CHAPTER 1

Our commitments.

**Our commitments to our employees**

### 1.4 INFORMATION MANAGEMENT

- Cepsa takes all the necessary and legally warranted security measures and applies the designated procedures to safeguard information against any internal or external risk of unauthorized access, tampering or destruction, whether intentional or accidental.
- Information that is no longer needed will be disposed of in accordance with the requirements of applicable data protection and privacy laws.
- We are committed to guaranteeing the protection of privacy rights and the appropriate use of personal data, whether belonging to our employees or other stakeholders, and we abide by all applicable laws in the countries where we operate.



#### WE RELY ON YOU TO...

- Properly classify information and adopt suitable security measures based on the level of confidentiality required in each case, as provided by the company.
- Be careful and use sound judgement when speaking, writing, printing or sharing any kind of company information with non-authorized persons, especially in public places.
- Never disclose or misappropriate confidential or sensitive information belonging to Cepsa or any third parties without the required prior authorizations.





## 1.5 USE OF ARTIFICIAL INTELLIGENCE TECHNOLOGY

- We endeavor to use artificial intelligence ethically, responsibly and in a lawful manner, cognizant of the benefits it provides as a tool for innovation and progress.
- We undertake to use new technologies with the utmost care, safety and transparency, and in a way that can help us in our decision-making processes while remaining consistent with our values and ethical principles.



### WE RELY ON YOU TO...

- Act responsibly when using new technologies, such as artificial intelligence, for any work processes, products and services related to Cepsa's activities.
- Make sure that considerations such as ethics, reliability and trustworthiness guide how artificial intelligence is used, avoiding biases or criteria for its use that may violate our principles of conduct.



OUR COMMITMENTS

02.

# OUR COMMITMENTS AS A SUSTAINABLE COMPANY



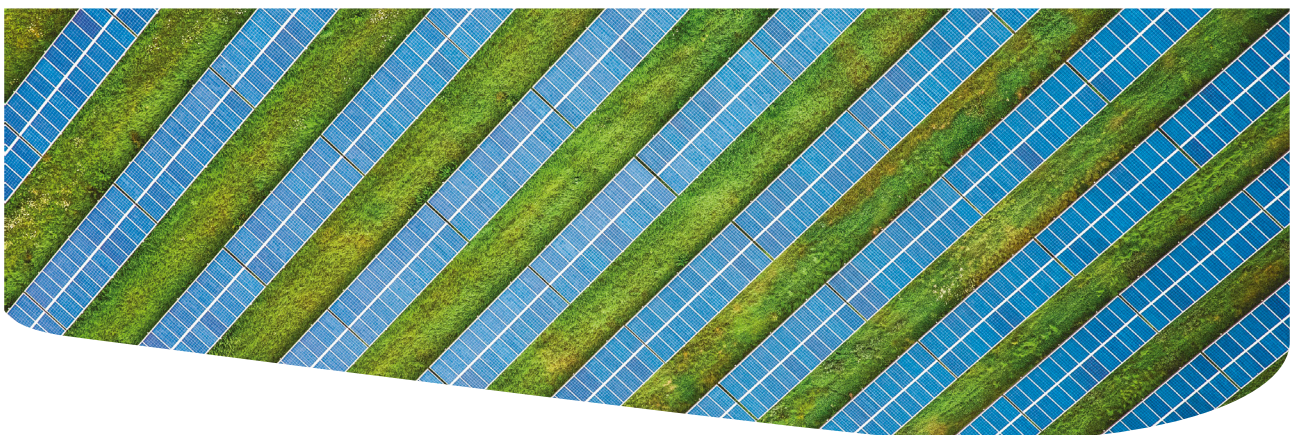
## 2.1 ENVIRONMENTAL STEWARDSHIP AND THE ENERGY TRANSITION

- Minimizing our environmental footprint and whenever possible, avoiding any impacts on the ecosystem, particularly on water, air or soil resources and biodiversity and those related to noise, odors or light.
- Ensuring that employees have the relevant knowledge, training and awareness on issues related to environmental protection, providing the resources to foment awareness and regularly reporting on the company's performance.
- Using our resources efficiently, endeavoring to ensure that the value of products and materials remains within the economy as long as possible, minimizing waste production and optimizing their management, thus helping to support the circular economy.
- Promoting sustainable and efficient management systems through the proper planning of review, testing, corrective or continuous improvement activities, aligned with the prevailing operating and business environment and the company's strategy.
- Promoting research and innovation, environmental stewardship and sustainable consumption.
- Mitigating CO<sub>2</sub> emissions associated with our activities whether at our facilities or resulting from our product portfolio, consistent with our goals and aspirations in the fight against climate change and the advancement of the energy transition.



### WE RELY ON YOU TO...

- Become familiar with, understand and uphold all applicable environmental regulations and standards, and help develop and take part in all environmentally-related training activities, as required.
- Ensure that sustainability criteria and considerations are integrated into all your activities and demonstrate the necessary care and diligence when handling environmental issues.
- Use resources efficiently, minimizing waste production as much as possible.
- Use water resources reasonably and properly, helping to improve their quality and endeavoring to reduce the associated water footprint.
- Be alert to what is happening around you and report any environmental accidents, incidents or concerns.
- Encourage sensitivity and awareness on the effects of climate change, the need for energy conservation and the shift to low-carbon products.





## 2.2 HUMAN RIGHTS

- We have a steadfast commitment to protect and defend basic and universally-recognized human rights, particularly with regard to labor, children, freedom of association and collective bargaining, as well as to the principles of fair and respectful treatment, equal opportunity and non-discrimination.



### WE RELY ON YOU TO...

- Ensure that all our business activities strictly comply with and uphold human rights laws and regulations and require our business partners to uphold the same values and share our commitment to promoting human rights.

## 2.3 CONTROL, GOVERNANCE AND COMPLIANCE IN OUR OPERATIONS

- We are committed to transparency in our business operations, complying with applicable laws and regulations in the countries and jurisdictions where we conduct our activities.
- Delegations of Authority regulate the decision-making processes in the company. We will not accept or tolerate anyone acting outside his or her power and delegated authority for each specific case.
- We have the necessary and appropriate control mechanisms, aligned with the relevant regulations, to ensure that our accounting and financial records clearly and accurately reflect transactions. We currently report, in a transparent manner, our financial and non-financial information in our Integrated Management Report available on our corporate website.



### WE RELY ON YOU TO...

- Understand and comply with regulations that are applicable to your activity, especially those that may have financial or reputational repercussions for Cepsa.
- Act within the limits and authorities granted in the relevant Delegation of Authority.
- Ensure that all decision-making processes are traceable and accurately record all transactions, adhering to the principles of truthfulness and transparency.
- Record all business and financial transactions in the correct time-period and make sure that all transactions comply with the relevant international financial and non-financial reporting standards.
- Monitor activities under your responsibility, applying the relevant internal controls to ensure compliance with company policies and regulations.





## 2.4 ANTI-BRIBERY AND CORRUPTION

- Cepsa prohibits any type of bribes, kickbacks, improper advantages or other acts of corruption, such as giving or receiving gifts or hospitality by means of cash payments, whether in the public or private sector.
- Cepsa allows gifts and hospitality to be exchanged as common business courtesies only if they are of a token value and are part of the normal course of business; however, gifts or hospitality that exceed certain reasonable limits and may create an appearance of impropriety are strictly forbidden.



### WE RELY ON YOU TO...

- Never promise, offer, give, request, accept or receive, directly or indirectly, payment or anything of value in return for favorable treatment, to influence a business outcome or to gain any business advantage.
- Make sure that any company events or incentive travel that you organize are for legitimate business purposes and not to influence a business decision.
- Properly document all payments made with the corresponding invoice or receipts that fully and accurately describe the type and purpose of the payment and record all expenses completely and accurately in our internal processes.



## 2.5 ANTI-MONEY LAUNDERING AND COUNTER-TERRORIST FINANCING MEASURES

- We conduct our businesses in compliance with the law. Therefore, we avoid doing any kind of business with persons and/or entities whose aim or purpose may involve or be supportive of money laundering or terrorist financing.
- We undertake to abide by all applicable tax regulations and we implement our tax policies in a way that seeks to uphold the best interest of society as well as the company's long-term business objectives, endeavoring to avoid tax risks or inefficiencies when executing business decisions.
- We cooperate with the competent tax authorities in identifying and combating fraudulent tax practices that may occur in the markets where we operate.



### WE RELY ON YOU TO...

- Never make payments to third parties or bank accounts unrelated to a transaction or that are not specified in the corresponding contract, taking special care not to accept contractual provisions where the third-party unilaterally specifies the payment destination.
- Never do business with customers, suppliers or partners involved in commercial activities using funds from illegitimate sources of where you may suspect this is the case.
- Never accept or transfer funds coming from or going to countries with strict banking secrecy laws, weak anti-money laundering controls, tax havens or where corruption is known to be widespread.
- Exercise good judgment when dealing with potential business partners and conduct appropriate and thorough Third-Party Due Diligence on your counterparties to protect Cepsa's reputation.





OUR COMMITMENTS

03.

# OUR COMMITMENTS IN OUR EXTERNAL RELATIONSHIPS



### 3.1 CONFLICTS OF INTEREST

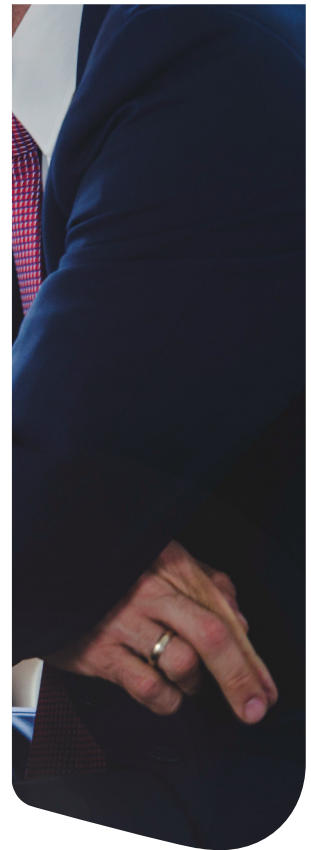
- We respect the privacy of our employees and their right to operate a business or work on a freelance or employed basis, as long as this does not interfere with their work performance, violate any exclusive employment agreements or compromise their ability to act in Cepsa's best interest.
- Work-related decisions should be based on defending Cepsa's interests, and free from any personal or family influences or any other type of personal interests.



#### WE RELY ON YOU TO...

- Avoid being involved in any decisions that create or may be perceived to create a conflict between your personal interests and the interests of Cepsa.
- Never use your position in the company, or its assets, information or resources, for personal gain, with the exception of teaching/educational activities, provided that certain criteria are met.
- Never use Cepsa as a platform to promote outside, personal business or any other type of interests or to benefit friends or family members.





### 3.2 INTERACTING WITH GOVERNMENTS, PUBLIC ADMINISTRATIONS AND TRADE UNIONS

- Cepsa does not involve itself directly or indirectly with any kind of political activity. Any lobbying activities must be for legitimate business reasons and meet very stringent ethical standards and criteria.
- We comply with the laws governing commercial interactions with government officials, agencies and public administrations.
- Cepsa strictly prohibits offering, giving or attempting to give gifts, courtesies, cash payments or their equivalent or any other favors to government officials or entities, politicians or people holding public or elected offices or anyone connected to any of the above persons, either directly or indirectly, that could be seen as trying to influence a business decision or obtain an improper advantage.
- We prohibit donations or any type of funding or support to any political parties, state-owned entities or trade unions.



#### WE RELY ON YOU TO...

- Understand and obey the laws governing commercial interactions with government officials or persons working for governments in any capacity, in the countries where we operate or do business.
- Never involve or associate Cepsa with any type of political or electoral activities that you may personally be engaged in.
- Take special care and precautions when dealing with any type of government officials or agents working on behalf of governments.

### 3.3 ENGAGING WITH PARTNERS, SUPPLIERS, CUSTOMERS AND OTHER STAKEHOLDERS

- We strive to build relationships with third parties based on trust and honesty. In that sense, we should be careful about the services and capabilities we provide, never making promises that we cannot keep.
- We expect our suppliers, contractors, subcontractors, agents, dealers and any other business partners to comply with applicable laws and regulations and to act according to the highest standards of ethics, integrity and compliance as articulated in this Code and in our safety and environmental policies and to respect internationally-recognized human rights, fostering long-term sustainable relationships.
- Third parties should be made to sign confidentiality agreements if they have access to confidential or proprietary information and apply the necessary security measures to protect such information.



#### WE RELY ON YOU TO...

- Choose suppliers based on merit and through a fair and competitive selection process, avoiding any kind of favoritism or conflict of interest that can compromise, or appear to compromise, this process.
- Address customer requests without bending to pressures to act outside the law or violate our ethical rules and standards.
- Know your customers, partners and suppliers and perform the required due diligence procedures, especially when there is an ongoing relationship, in order to verify that their transactions are legal, legitimate and reputable.





OUR COMMITMENTS

04.

# OUR COMMITMENTS IN THE MARKETPLACE



## 4.1 ANTITRUST AND FAIR COMPETITION

- Free and unfettered competition is one of the basic cornerstones of a market economy and its proper functioning whereby we undertake to respect and uphold fair competition and antitrust principles and practices.
- Failure to comply with antitrust/competition laws not only damages Cepsa's reputation but can have extremely serious consequences for Cepsa (state fines and penalties, disbarment from government contracts, costly lawsuits, etc.) and its individual employees (fines and even criminal prosecution).



### WE RELY ON YOU TO...

- Avoid entering into any sort of agreement or understanding with a competitor that restricts competition in any way<sup>1</sup>.
- Make sure not to engage in discussions at industry associations, meetings or events where competitors are in attendance and where there is a risk of exchanging commercially sensitive information. If competitively sensitive issues arise at such industry meetings or other events or even during a casual conversation, it is your obligation to leave the meeting, ensuring that your departure is well noted, or end the conversation immediately, and promptly notify the Legal & Assurance Department.
- Always seek advice and counsel from the Legal & Assurance Department to avoid the inclusion of provisions that may violate competition laws in contracts with customers or suppliers.



<sup>1</sup> Examples: Price fixing, market sharing, bid-rigging, collusive agreements with customers, exchanging strategically sensitive information with competitors or abusing a dominant position on the market, etc.



## 4.2 INTELLECTUAL/INDUSTRIAL PROPERTY

- We comply with all intellectual and industrial property laws governing intangible assets<sup>2</sup>, and we protect our intellectual and industrial property as well as that of others held in our custody.



### WE RELY ON YOU TO...

- Make proper use of any third-party information protected by confidentiality or non-disclosure agreements and only use such information for the intended purposes.
- Protect the intellectual and industrial property of others using the appropriate safeguards and security measures based on the classification of information defined in the company's Data Protection & Privacy Policy.

## 4.3 MARKET MANIPULATION

- We comply with laws that are intended to protect the integrity of the markets where securities, financial instruments, commodities or emission rights are traded and to avoid any type of market abuse or manipulation.
- The use of insider information in certain transactions may prevent full and proper market transparency and, in some cases, lead to major fines and penalties.



### WE RELY ON YOU TO...

- Make every effort to properly use and protect inside information and never disclose it to unauthorized third parties.
- Never engage in any type of market manipulation, including the execution of false orders, orders that seek positioning on a market or the disclosure of false and/or misleading information, for your own personal gain, financial or otherwise, or for the benefit or gain of others.
- Avoid dealing in the securities, financial instruments, commodities or emission rights of a publicly-listed company where you have been privy to inside information until that information becomes public.

<sup>2</sup> Examples: trademarks and patents, as well as certain proprietary information, such as business and strategic plans, customer data, technology, research & development data, know-how, manufacturing processes and technologies, personnel records, third-party information subject to confidentiality obligations, etc.

## 4.4 INTERNATIONAL TRADE

- We comply with international trade control laws, laws regulating imports/exports and international sanctions that are compatible with EU laws, conducting thorough Third-Party Due Diligence before entering into any business dealing.
- We honor international sanctions lawfully imposed by countries or international organizations that are compatible with EU laws and for that reason, we do not operate in countries or jurisdictions, third parties or markets that are subject to such sanctions.



### WE RELY ON YOU TO...

- Understand and comply with the trade regulations and restrictions applicable in the countries and jurisdictions where the company conducts its businesses or acquires or sells goods and services.
- Obtain the necessary licenses and authorizations before exporting products, services or technology as may be required.
- Conduct thorough KYC/Third-Party Due Diligence to be familiar with counterparties, products and countries before entering into any contractual commitments.



## 4.5 MEDIA RELATIONS AND INFORMATION TRANSPARENCY

- All external communications on behalf of Cepsa must be made by specifically designated and authorized persons and must follow the guidelines determined by the Corporate Communications Department.
- We provide accurate, complete, reliable and truthful communication, in compliance with legal and regulatory obligations and standards and consistent with the fundamental principles of transparency and impartiality.
- We do not engage in false advertising or publicity nor do we publish information that may be misleading or do damage to our business reputation or that of our competitors.



### WE RELY ON YOU TO...

- Uphold the principle of transparency in all corporate communications.
- Never share confidential information with anyone, not even within the company unless it is on a need-to-know basis, and certainly not with people from outside the company, especially journalists.
- Never speak on behalf of Cepsa to the news media. The Corporate Communications Department is exclusively in charge of handling external communications, except in the case of authorized representatives or spokespersons for the company, who must always be accompanied by a member of the Communications Department.
- Be careful and exercise discretion when using social media, forums and other internet channels, especially when identifying yourself as a Cepsa employee: do not disclose non-public information on this type of media or respond to comments on Cepsa made by others, but rather refer them to the Communications Department. Do not use your position in Cepsa outside the company at non-authorized events or lie about or misrepresent your job position or job responsibilities on social media or at events where you are representing the company, in accordance with the company's Social Media Handbook.



## ➤ WHAT TO DO IN THE EVENT OF A SUSPECTED VIOLATION OR POSSIBLE MISCONDUCT

It is our responsibility as Cepsa employees to voice our concerns and report any potential or actual violations of the Code or our internal policies and regulations. By doing so, we can help to identify and address illegal, unethical or inappropriate behavior and protect ourselves and the company from the harm and damage that may arise as a result.

We can report any non-compliance with the Code of Ethics and Conduct, internal or external regulations in the [Cepsa Integrity Channel](#):

- By notifying your supervisor, so that the person in charge of your area can immediately submit the information to the Cepsa Integrity Channel.
- By contacting the Ethics and Compliance Office through the Cepsa Integrity Channel.

Investigations into any complaints on possible violations of the Code will be undertaken in accordance with the procedures established in the Integrity Channel Policy for audits and investigations.

Complaints must be reported without fear of retaliation. As a company, we will not tolerate or permit any form of

retaliation directed against anyone who raises a concern or complaint in good faith, or who cooperates with an investigation. In fact, any adverse action or threat of retaliation against any Cepsa employee, or any bad faith complaints that are intentionally false or meant to discredit others, will be treated as a serious violation of our Code. Cepsa undertakes to guarantee the absolute confidentiality of an informant's identity, in accordance with data privacy regulations and those related to the protection of individuals who report regulatory and anti-corruption violations.

Cepsa's response to potential or alleged violations of our Code will be made in accordance with the formal procedures established by the company. These procedures take into account the principle of presumption of innocence and the rights to participate of workers' representatives whenever required by law. The company shall adopt the appropriate disciplinary measures for each substantiated breach or violation of the Code, in accordance with the provisions set forth in collective bargaining agreements.

Cepsa will apply the same principles for reported violations by third parties that have a business relationship with the company.

## ➤ AMENDMENT, ACCEPTANCE AND APPROVAL

The contents of this Code have been prepared with the help and support of the company's executive leadership as well as its most representative trade unions.

This Code was approved by the Board of Directors of Cepsa at its meeting held on November 3, 2021, and shall be effective as of the date of its approval.

It shall be revised from time to time and amended and updated accordingly, following the same procedures used for its preparation, to reflect the inevitable process of change in society in general and in Cepsa in particular.

We rely on you to comply with and encourage others to comply with all the rules and principles set out in this Code.

## GLOSSARY

**Bribery:** conduct that may otherwise seem acceptable under many circumstances (i.e. the exchange of gifts and hospitality) but is unacceptable when it involves the attempt to improperly influence a business decision or relationship.

**Classified information:** information whose access is restricted to very specific persons due to the nature of the information.

**Confidential information:** information whose access is restricted to a small group of Cepsa employees due to the nature of the information.

**Conflict of interest:** when a personal, familial, financial, business, social or other relationships or activities interfere, or appear to interfere, with an employee's workplace objectivity or loyalty to Cepsa.

**Facilitation payments:** small payments made to a usually low-ranking government employee with the purpose of expediting or guaranteeing the performance of a routine duty.

**Information for internal use:** information which Cepsa employees have access to as part of their professional duties and responsibilities.

**Inside information:** information about a company that is not generally available to the public and, if it were to become available, is likely to have a significant effect on the market price of shares or securities (for listed companies), financial instruments, commodities or emission rights, or could reasonably influence the decision of potential investors in the market.

**International sanctions:** restrictions imposed by countries or international organizations (i.e., United Nations, European Union, United States, etc.), to influence the conduct of other countries or organizations. Sanctions may restrict business dealings with particular countries, or between particular persons, entities, or organizations, as well as certain products.

**Lobbying (direct or indirect):** actions, taken directly or through associations, for the purpose of representing, through communication and information and in a transparent manner, the legitimate interests and concerns

of a group, entity or governmental institution and influencing political or economic policies and decisions in favor of such interests.

**Market manipulation (or attempted):** actions taken by persons using false or misleading information on supply, demand or pricing or that artificially set or attempt to set prices at levels that are unjustified by free market forces of supply and demand. Such conduct is contrary to the principles of unfettered pricing and full market transparency.

**Money-laundering/terrorist-financing:** the former occurs when the proceeds of criminal or illegal activities are concealed or disguised through apparently legitimate business dealings (not limited to cash transactions) whereas the latter involves the collection or distribution of funds, whose sources may be legitimate or not, to support terrorist activity as defined in international law. Participating in either of these activities can damage our reputation and expose the company and its employees to very serious penalties or even prosecution.

**Public information:** information that is in the public domain.

**Public Official:** any person whose job involves service to a country or international agency (i.e., anyone acting in an official capacity for a government or any entity owned or controlled in whole or in part by a government, as well as any state-owned oil companies, regardless of whether the government in question has full ownership or majority control).

**Sexual harassment:** any unwelcome or inappropriate sexual remarks or behavior that seek to undermine the dignity of another person and are characterized by being intimidating, humiliating or offensive.

**Workplace bullying (or mobbing):** a type of threatening and psychologically abusive behavior that is persistent or repeated over time, targeting an individual worker or group of workers, in order to undermine their dignity, effectively creating an intimidating, hostile, degrading, humiliating or offensive environment for the worker who is the victim of such behavior.



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