

Corporate Gifts and Hospitality Policy





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1. Purpose

This Corporate Gifts and Hospitality Policy (“the Policy”) is an integral part of the Sener Group Compliance System and gives effect —within its scope— to the Corporate Anti-Corruption Policy¹, which establishes the principle of zero tolerance for any conduct or behaviour that may imply or be considered an act of corruption in the context of relationships that Sener Group companies and their People maintain with third parties² in the course of their professional activities.

The objective of this Policy is to set out the behaviours that are unacceptable under any circumstance in relation to the offering and acceptance of gifts or hospitality; to detail the behaviours that are acceptable or permitted; and to define conduct guidelines for our People. Finally, it establishes reference limits to be considered and the control mechanisms that will ensure compliance with this Policy.

This Policy reflects a commitment to ongoing vigilance to prevent irregular conduct and corruption risks, as well as a commitment to communication and awareness for all Sener Group People, and to fostering a corporate culture of ethics and honesty. It is mandatory to report acts or conduct that breach —or potentially breach, where there are reasonable grounds— this Policy.

It also constitutes a preventive measure against actions that could constitute any form of irregular behaviour or potential crime in any jurisdiction in which Sener Group companies operate. This policy must be followed and applied at all times, regardless of where the gift or hospitality is given or accepted.

This Policy also calls on all Sener Group employees, and especially those with management, supervisory and team coordination responsibilities, to maintain exemplary behaviour in this area at all times.

2. Scope of Application

This Policy is directly and mandatorily applicable to all Sener Group companies and all its people, who will be referred to collectively as Sener, the Sener Group or Group.

Sener Group companies include all subsidiaries, including international subsidiaries, and companies which Sener directly or indirectly controls as of this date or in the future³;

¹ See the compliance area of the Sener Group's corporate website

² That is, any natural or legal person, public or private, including, but not limited to, customers, partners (e.g. in joint ventures and/or temporary business associations), suppliers, subcontractors, agents, advisors, national or international regulatory bodies, governments, public administrations, civil servants or public employees, persons who otherwise exercise public functions, political parties and candidates for public office.

³ The term control refers to the situation in which a company directly or indirectly holds the majority of the voting rights of another company, the power to appoint or remove the majority of the members of its management body or can hold the majority of the voting rights by virtue of agreements with third parties, in such a way so that it effectively controls the management of said company..

and individually, the reference to Sener Group people includes all members of the Sener Group's management bodies and its directors, employees and personnel regarded as such, irrespective of their contractual arrangement, geographical location or hierarchical level.

Sener will encourage in general terms the adoption of principles and values equivalent to those established in this Policy among the third parties with which it operates, and in particular with suppliers, subcontractors and collaborating companies.

Likewise, Sener will foster the alignment of its internal procedures with the basic principles set out in this Policy, as well as with the procedures applied in other related companies that are not part of the Group, such as minority-owned companies, joint ventures and temporary joint ventures.

3. Definitions

To facilitate the interpretation of this Policy, below is a definition of the most frequently used terms⁴ that are developed in this Policy:

Gift or hospitality

Any material or immaterial benefit promised, offered, delivered or accepted that —due to its attractiveness and/or value— has the capacity to influence the will or decision of a third party in order to obtain something improperly. As a non-exhaustive reference, gifts and hospitality may include:

- material gifts
- invitations to meals
- invitations to entertainment events
- paid flights and/or accommodation⁵
- travel expenses that exceed internal limits
- donations and sponsorships
- hiring of relatives and friends when not justified by prior knowledge and experience⁶
- high-cost training programmes⁷
- payment of memberships in exclusive associations or clubs
- and so-called community benefits⁸

⁴ In line with the concepts developed in the ISO 37001:2016 Technical Standard on Anti-Bribery Management Systems

⁵ Whether for professional purposes or for personal or holiday purposes.

⁶ When they are not justified by their knowledge and previous professional experience, or when the remuneration is not in line with the above.

⁷ Such as a master's degree or a university degree.

⁸ Examples of benefits to the community include the construction, at no cost to the beneficiary, of sports facilities, parks, fountains, and hospitals in order to earn the gratitude or favour of a public institution, such as a regional government, city council, etc.

Bribery:

any offer, promise, delivery, acceptance or solicitation of an undue advantage of any financial or non-financial value made directly or indirectly, regardless of location, in violation of applicable law, as an incentive or reward for a person to act or refrain from acting in relation to the performance of their duties.

Conflict of interest:

a situation arising from the clash between an individual's decision-making authority and their private interests, which could potentially influence their ability to act impartially and in the best interests of the organisation.

4. Gifts and hospitality provided by Sener

As a matter of principle, any gift or hospitality provided to a third party must not have the capacity or the objective to influence a professional decision of the recipient and/or create a relationship of dependence or reciprocity.

Sener must not seek favourable treatment, competitive advantage or exclusive privileges for its own interests —whether commercial or otherwise— that could compromise the recipient and/or generate conflicts of interest and/or expectations of future reciprocity based on gifts or hospitality received from Sener.

Gifts and hospitality that the Sener Group or its People must not provide to third parties include the following:

a. Gifts and favours that Grupo Sener or its personnel may not give to third parties

- Any kind of payment, commission or remuneration to any third party for the purpose of obtaining any kind of direct or indirect benefit, whether for an individual or for any of the companies in Grupo Sener.
- Any kind of gift or favour to employees or public officials⁹, or public employees of any country, regardless of local practices or customs. Only promotional items of an institutional nature are permitted, provided that they are sporadic, of low value and for purely institutional or symbolic use.
- Material gifts of any kind (wine, cigars, jewellery, watches, etc.), including those of a one-off and extraordinary nature, such as Christmas hampers, when they fall outside the terms of reasonableness and good judgement defined in Chapter 6 of this Policy.
- Invitations to lunches or dinners when they fall outside the terms of reasonableness and good judgement defined in Chapter 6 of this Policy, i.e. when their value is inconsistent and exceeds the general business practice in the sector. And also, when they are within the limits defined in Chapter 6, but occur on a recurring basis.

⁹ The term 'civil servants and public officials' shall include the latter as well as all persons who perform public functions in another capacity.

- Gifts of cash, gift cards or cheques that can be used as cash, regardless of their amount, period of validity or rules of use.
- Financial assistance or loans of any kind, when made informally and as a personal favour to any third party who may make decisions in favour of Sener's interests and who has urgent personal liquidity needs.
- Donations, contributions, financing or any type of financial or material support to political parties, candidates, election campaigns, political organisations or political lobbying activities, both domestic and foreign.
- Donations or contributions to any cause suggested or indicated by a potential or current customer or partner.
- The hiring of individuals with personal or family ties, or when it is not justified by their knowledge and previous professional experience, or when their remuneration is not in line with the above.

b. Gifts and courtesies that Grupo Sener or its personnel may give to third parties

- Institutional, symbolic or ceremonial gifts, generally of little economic value, such as personal gifts (e.g. books) or promotional items such as pens, diaries, notebooks, handkerchiefs, ties, etc.
- Material gifts, invitations to lunches or dinners, sporting events or other entertainment events when they are of reasonable value as defined in Chapter 6 of this Policy and represent a professional courtesy that is considered good and common practice, accepted by the customs and traditions of the country and locality in which they are given.
- Invitations to third parties to corporate, institutional or commercial events in which Sener is responsible for organising, selecting and controlling guests, coordinated centrally by the relevant departments.
- Products included in Sener's corporate gift catalogue.

c. Guidelines for behaviour in the event of requests for gifts or favours

Sener has established guidelines to be followed in the event that any third party requests or demands any type of gift, present, invitation or courtesy that violates this Policy:

- In the event that a third party, within the process of offering or executing a project, requests or demands any type of gift, favour or donation from one of our employees, either directly or indirectly (see section 4.a), for their personal benefit or that of another individual or company, they must immediately report this to their line manager for a decision to be made. The latter must analyse the situation and, as a general rule, reject this request from the third party under the Sener Group's Code of Conduct and its Compliance System, including the Corporate Anti-Corruption Policy and this Policy, except in the cases indicated in section 4.b) of this Policy.

5. Acceptance of gifts and hospitality

No Sener Group Person may request or accept any type of payment, invitation, gift, commission or remuneration from any third party with whom there is a contractual relationship, such as customers, partners, suppliers, subcontractors or employees, whether natural or legal persons. This is particularly important in the run-up to the award of contracts to third parties by Sener or during the approval phase for new suppliers and subcontractors. The aim is to enable our people to carry out their work independently and objectively, in the best interests of the Sener Group.

However, Sener accepts gifts or presents from third parties which, due to their frequency and characteristics, are not likely to affect the impartiality of the decisions to be taken by Sener. These characteristics will be assessed using criteria of reasonableness, taking into account the geographical context, industry practices, the relationship or seniority of the donor, as well as the legal and regulatory environment, especially when there are specific controls or limits in this regard.

If you have any questions about the interpretation, application or compliance with this policy, such as the type of gifts or hospitality permitted, the conduct to be followed, or the appropriate response to give to the third party, you should contact the channels established in our Compliance System (Ethics Hotline) to resolve the issue and guide the decision to be made.

a. Gifts and hospitality that the Sener Group or its People must not accept include the following:

- Cash, as well as any gift card, checks or equivalent for the purchase of goods or services at any establishment.
- Material gifts of any kind (wine, cigars, jewellery, watches, etc.), including those of a one-off and extraordinary nature, such as Christmas hampers, when they fall outside the terms of reasonableness and good judgement defined in Chapter 6 of this Policy.
- Invitations to lunches or dinners when they fall outside the terms of reasonableness and good judgement defined in Chapter 6 of this Policy, i.e. when their value exceeds the general practice in the sector, or when, even if they are within the limits, they occur on a recurring basis.
- Leisure trips or hospitality for one of our employees and/or any family member, whether paid for directly by the person or company with whom our employee has a relationship, or indirectly by a third party or company linked to the former.
- Attendance at sporting events and other celebrations or entertainment events with a high cost at the invitation of a third party with whom a professional relationship is maintained by virtue of the activity carried out at Sener, except when they fall within the terms of reasonableness and good judgement defined in chapter 6 of this Policy. In cases where the market value of the invitation is unknown, the person to whom the invitation is offered must make the appropriate enquiry through the

communication channels established in our Compliance System (Ethics Hotline).

- Personal financial assistance of any kind provided by a third party to one of our employees, whether a legal or natural person. Exceptions are made for those provided by a financial institution acting within the scope of its ordinary activity, without applying exceptional or unique conditions.

b. Gifts and hospitality that the Sener Group or its People may accept

- Institutional, symbolic or ceremonial gifts, generally of little economic value, such as personal gifts (e.g. books) or promotional items such as pens, diaries, notebooks, handkerchiefs, ties, etc.
- Invitations to lunches or dinners, sporting events or other entertainment events when they fall within the terms of reasonableness and good judgement defined in Chapter 6 of this Policy, and when they represent a professional courtesy that is a correct and widespread practice, accepted by the customs and traditions of the country and locality in which it is granted.
- Invitations to conferences, courses, professional meetings, provided that: a) they are in line with the customs and practices of the sector, b) they are not exclusive invitations to Sener or any of our people and are events also attended by other companies in the sector, and c) they are not accompanied by long stays in hotels and flights paid for by the third party.

c. Guidelines for behaviour in the event of offers of gifts or favours

Sener has established guidelines to be followed in the event that any third party offers or attempts to give the Sener Group and/or our employees, or their associates, any type of gift, present, favour or invitation that violates this Policy:

- In the event that a physical gift or present is received that does not comply with this Policy, our People must immediately report it to their line manager to analyse the situation and, as a general rule, reject the gift or favour under the Code of Conduct, the Corporate Anti-Corruption Policy and this Sener Group Policy and its Compliance System, except in the cases indicated in chapter 5.b. of this Policy. The impact of this decision on Sener's current and future interests with the person, company, institution or entity that sent the gift must be minimised.
- When there are circumstances that justify the need to accept the gift or present, such as the objective difficulty of physically returning it, it must be immediately delivered to the Sener Foundation for management and donation to one of the Foundation's social campaigns and projects. In this case, Sener will express its gratitude for the gift received and inform the third party of its destination for the charitable purposes of the Sener Foundation.

6. Applicable limits

Given the diversity of sectors and geographies in which the Sener Group operates, setting a single reference amount for any gift/hospitality —offered or accepted— is challenging. Nevertheless, establishing limits harmonises criteria across the organisation, facilitates internal control and reinforces transparency by reducing discretion.

Accordingly, the Sener Group prohibits offering, promising, accepting or receiving gifts whose value exceeds 500€ (or local currency equivalent). A margin of 10% over this threshold is permitted only with the express authorisation of the Compliance area. It is mandatory to inform Compliance whenever the value of a gift —offered or received— exceeds 200€.

This limit must be considered not only for each individual gift, but also cumulatively for gifts given to/received by the same person throughout the year. Specifically, the cumulative annual amount of gifts and/or favours given by Sener Group employees to the same beneficiary, and vice versa, will be monitored. This will be done regardless of the entity, institution or organisation to which they belong, and especially with the following types of gifts or hospitality:

- Material gifts.
- Invitations to lunches or dinners.
- Invitations to entertainment events.

7. Controls over gifts and hospitality

I. Controls over offering gifts

- **Expense Reports:**

All invitations to third parties authorised by Sener shall be managed through Expense Reports, which are regulated by the employee expense settlement procedure (SR/DF/P-005015/0), which indicates how to settle and receive approval for travel expenses, and who is responsible for them. To this end, each expense report must indicate the name of the beneficiary or beneficiaries of the invitation or gift, the company or entity to which they belong, and the reason for the invitation.

There is a triple control for expense reports: 1) approval by the line manager of the person who incurred the expense being settled; 2) validation by the Finance Department of the receipts or proof of the expenses being settled; and 3) verification by the Human Resources Department that the expenses settled comply with the limits described in the defined procedure.

- **Gift catalogue:**
This is a closed catalogue selected by the corporate Communications department. To request the delivery of a gift to a third party, access the group's intranet and each request will follow the corresponding management and approval process. It is necessary to indicate a reference number for the requesting department or project.
- **Donations and sponsorships:**
Control is established by the Corporate General Management for the request and granting of donations, affiliations or sponsorships to third parties from Sener, which must necessarily meet the condition of being linked to some of the Sener Group's businesses. Such contributions shall be avoided before, during or immediately after the negotiation of contracts.
- **Travel by customer representatives or public officials:**
This will only be permitted when essential for the performance of their duties, provided that it is permitted by applicable regulations and approved by the corporate Compliance department, with expenses limited to transport, accommodation and meals. The payment of travel expenses for family members or companions is prohibited.
- **Hiring family members and friends**
To prevent the hiring of family members and friends—when not justified by their prior professional knowledge and experience or when the remuneration is not in line with the above—project managers and any director or manager at Sener with the authority to hire people must contact the Human Resources Department and/or the Compliance Officer of the company concerned to report the situation and take the appropriate measures. Such requests should never be accepted within the Sener Group, even if local customs and practices consider it normal.

II. Controls over accepting gifts

- **Individual responsibility and good judgement**
To ensure compliance with this policy, in addition to respecting the maximum thresholds established, Sener relies on the responsibility and professionalism of its people. It encourages them to act correctly, with the good judgement that characterises them, applying common sense to follow ethical, honest and transparent conduct at all times, and to discard anything that does not seem reasonable.

III. Communications and compliance oversight

- **Communications to the Ethics Hotline**
In the event of any doubt regarding the offering or giving of gifts as described in this policy, this fact must be communicated to your immediate superior and/or through the communication channels established in our Compliance System (Ethics Hotline) to ensure that the correct decision is made.
- **Corporate Compliance Department**
This department is responsible for monitoring and analysing any gifts that are not in line with this policy.

8. Governance

8.1 Integration with the Compliance System

This Corporate Compliance Policy is an integral part of the Sener Group's Compliance System¹⁰, and it represents the principles established in the Code of Conduct, complementing the policies integrating it and the internal procedures developing them.

Reference in this document to the Sener Group's Code of Conduct¹¹ also extends to complementary and/or developing policies and procedures that can be inferred from its context.

8.2 Duty to report

Notwithstanding the particularities of the reporting duties set forth in this Policy, all people at the Sener Group must report in good faith the existence or, when there is a reasonable indication, the possible existence of any breach of, conduct contrary to or violation of the principles and criteria of conduct established in the Compliance System, and in particular in this Policy.

This reporting of events, which may be made anonymously, must be performed in accordance with the procedures and channels established for this purpose in our Compliance System, through which inquiries may also be made regarding the matters it covers and its application.

To that end, Sener Group companies have an Internal Reporting System known as the Ethics Hotline¹². This channel guarantees, in all communications, the protection of confidentiality, anonymity and an anti-retaliation policy for whistleblowers and those reported. The Ethics Hotline¹³ will be accessible from the corporate website and from the Sener Group's Intranet –Compliance area– on a 24/7 basis.

A Compliance Officer has also been appointed in each Sener Group company, to whom communications or inquiries may be made directly.

The Compliance Officer will be responsible for processing communications, reports and/or inquiries received. They will give priority to communications and/or inquiries related to the infringement or violation of internal anti-corruption policies and procedures and will always meet the legal deadlines to acknowledge receipt, analyse, investigate and resolve the reported situations. Subsequently, the Compliance Officer will be responsible for carrying out the appropriate actions and verifications in accordance with the internally defined procedure when it comes to responding to the reported events.

¹⁰ View on the Sener Group's corporate website.

¹¹ View the Sener Group's Code of Conduct on the Sener Group's corporate website.

¹² In accordance with Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of Union law; and Law 2/2023 of 20 February 2023 regulating the protection of persons reporting regulatory infringements and the fight against corruption.

¹³ See the Sener Group's Ethics Hotline Regulations. The Ethics Hotline can be accessed through the Ethics Hotline Form via the corporate website's home page and the Sener Group's intranet (<https://www.group.sener/en/about-us/sustainability/corporate-governance/compliance/ethics-reporting-form/>).

8.3 Knowledge, dissemination and training

All people at the Sener Group must be aware of, understand and comply with the Compliance System, and in particular this Policy, as well as actively participate in the training programmes and established monitoring mechanisms.

According to their geographical location, position and/or functions they perform, the people must be aware of, understand and comply with the regulations applicable in the jurisdictions where the Sener Group companies operate. The Compliance System, and specifically this Policy, is a minimum standard. Consequently, it will be applied without prejudice to any applicable laws. In order to avoid any doubt, adherence to the provisions of the Compliance System will in no case excuse compliance with the law.

This Policy, together with the remaining documents that make up the Sener Group's Compliance System, will be published on the Sener Group's corporate website and on its Intranet.

The Compliance area will be ultimately responsible for guaranteeing the proper dissemination of this Policy and the Compliance System, ensuring that they are communicated internally to all the people and externally to the various stakeholders.

Notwithstanding the foregoing, the people that perform management, supervisory or team coordination functions hold a greater responsibility in promoting a culture of compliance and serving as an example in the application of the Compliance System, ensuring that the people under their supervision receive the required training and guidance.

8.4 Supervision and penalty system

The ultimate responsibility for supervision and compliance¹⁴ of this Policy lies with the management body of each Sener Group company, which delegates its supervision to the Compliance Officer appointed for this purpose. This responsibility will require special diligence in the international subsidiaries through which the Sener Group operates in other countries.

The breach of conduct contrary to or violation of the principles and criteria of conduct established in the Compliance System, and in particular in this Policy, may lead to the adoption of the corresponding disciplinary measures and penalties according to the applicable disciplinary system. This will be without prejudice to the adoption of other measures or the enforcement of any responsibilities that may correspond to the offender.

Sener commits to taking the appropriate measures in the event of any irregular or potentially criminal conduct that may occur in its operations. It will adopt the appropriate measures and, where appropriate, report it to the competent authorities and initiate any relevant legal action.

¹⁴ View the Sener Group's Corporate Compliance Policy on the Sener Group's corporate website.

9. Review and update

The Sener Group Compliance area will periodically review this Policy to ensure it reflects current legislation, recommendations and international best practices, proposing modifications and updates that contribute to its continuous improvement.

The Board of Directors of Sener Grupo de Ingeniería, S.A. holds ultimate authority to approve group-level codes and policies that govern the conduct of all companies comprising the Sener Group in implementing the Code of Conduct and in line with its corporate governance principles.

This Policy was approved on 18 December 2025.



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