



CODE OF CONDUCT FOR BUSINESS PARTNERS

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NAVANTIA, S.A, S.M.E. (hereinafter referred to as "Navantia" or "the Organisation", interchangeably) is a Spanish state-owned commercial company, an international benchmark in the defence sector with a steadfast commitment to its customers, partners, suppliers, consultants, and other individuals and entities in any way associated with it (hereinafter referred to as "Business Partners" or "Recipients").

This commitment is rooted in transparency, integrity, and good governance, and the Organisation strives for utmost excellence and satisfaction among its Business Partners, particularly its customers.

For this reason, the approval by the Compliance Committee and the publication of this Code of Conduct for Business Partners and the supply chain (hereinafter referred to as the "Code of Conduct for Partners") is an opportunity to explicitly reinforce this commitment through a corporate culture endorsing responsible management.

1. PURPOSE, APPLICATION AND SCOPE

1.1. PURPOSE

The Code of Conduct for Partners sets the standard for conduct that Navantia's Business Partners must adhere to in any professional or business activity related to the Organisation across various jurisdictions they operate in, regardless of the applicability of other internal regulations.

This Code of Conduct for Partners's essential purpose is to define the values and principles that should guide their conduct.

The Code of Conduct for Partners is no substitute for legislation applicable in each operating scenario or territory, nor the obligations validly assumed by the partners.

1.2. SCOPE OF APPLICATION

The Code of Conduct for Partners is mandatory for all Navantia Business Partners, regardless of the geographical location of their headquarters or facilities.

Business Partners must explicitly agree to the contents of the Code of Conduct for Partners.

1.3. SCOPE

The expected main outcome of this document is to aid Business Partners in understanding and adhering to the Organisation's conduct standards, which they must both observe and respect in their dealings with Navantia and also actively work to prevent violations.

In instances where a Navantia Business Partner subcontracts part of its activities for the benefit of Navantia, it is responsible for ensuring that the subcontractor also adheres to the provisions of this document and any other internal or external regulations relevant to their performance.

Additionally, upon Navantia's request, Business Partners must provide detailed information on the measures they have implemented to meet the commitments arising from this document.

2. PRINCIPLES OF THE CODE OF CONDUCT FOR PARTNERS

Business Partners subject to the Code of Conduct must ensure adherence to the following Action Principles, which take the form of a set of rules for conduct.

- Compliance with the law.
- Integrity and objectivity.
- Respect for human rights and individuals.
- Sustainability and environmental protection.
- Use and protection of information.
- Quality.

At all times, Business Partners are expected to operate under stringent ethical and business principles, promote these standards across their value chain and put in place procedures to effectively communicate and ensure compliance.

2.1. COMPLIANCE WITH THE LAW

The Recipients of the Code of Conduct for Partners shall ensure compliance at all times with the laws applicable in the countries where they operate, and must place special emphasis on preventing violations and cooperating with the judiciary at all times.

Provisions of law that are more restrictive than the contents of this text will take precedence over this Code of Conduct for Partners.

- **Relationship between Business Partners and authorities and public officials**

Recipients of the Code of Conduct for Partners must always act in good faith, transparently and respectfully in their dealings with authorities and public officials, regardless of their geographical scope, and in accordance with applicable legislation, and must promote open, fluid, and honest dialogue.

The Recipients of this Code of Conduct for Partners shall always cooperate with authorities and public representatives when they perform their legally assigned functions.

- **Anti-money laundering**

Navantia is committed to tackling money laundering, defined as acts of concealing or disguising the criminal origin of goods or assets, aiming to make them appear legitimately obtained.

For this reason, Business Partners must avoid and monitor risk scenarios potentially linked to money laundering operations, and commit to inform Navantia of any transactions related to their relationship that could be associated with this issue.

2.2 INTEGRITY AND OBJECTIVITY OF BUSINESS PARTNERS

In performing their duties, Recipients of this Code of Conduct for Partners must act with integrity, objectivity, and loyalty. In order to meet these commitments, Business Partners must put in place monitoring and control systems.

- **Conflict of interest**

A conflict of interest occurs when personal, family, financial, or business interests of an individual or company might influence their impartial decision-making or fulfilment of responsibilities towards the organisation they serve.

In this context, must avoid any situation that could lead to a conflict of interest negatively affecting Navantia and must take appropriate measures to prevent or mitigate such conflicts should they arise.

- **Zero tolerance against corruption and bribery**

Navantia maintains a zero-tolerance policy towards any form of corruption, including bribery¹ in both public and private sectors.

Business Partners must strictly comply with national and international regulations on corruption prevention. Business Partners are not permitted, under any circumstances, to make or accept improper payments, gifts, favours, or any advantages that could compromise the integrity of business, administrative, or professional relationships.

It is the responsibility of Business Partners to take appropriate measures to prevent these practices.

1. Bribery is defined as any offer, promise, delivery, acceptance, or request of an undue advantage of any value (financial or non-financial), directly or indirectly, regardless of location, in violation of applicable law, such as an incentive or reward for a person to act or refrain from acting in relation to the performance of their obligations.

- **Insider information**

Recipients of this document must not use, disclose, or share information accessed through their activities with Navantia, regardless of its classification.

- **Respect for free competition**

Navantia is firmly committed to free and fair competition in all the markets in which it operates. Thus, Business Partners must refrain from any actions contrary to the principle of free competition and strictly comply with national and international regulations on this matter.

In this regard, actions that Business Partners should avoid include, but are not limited to:

- » Improperly obtaining information about competitors' products or offers.
- » Entering into agreements with one or more competitors to fix prices or other influential factors in their bids.
- » Spreading false or distorted information that could harm competitors.
- » Abusing a dominant market position.
- » Participating in meetings with competitors where experiences and business information not publicly available are exchanged.

They must also implement any necessary measures to prevent any violations in this area.

- **Contract compliance**

Recipients of this Code of Conduct for Partners must facilitate and ensure proper fulfilment of contracts linking them to the Organisation, regardless of whether they are with Navantia or third parties.

- **Intellectual and Industrial Property**

Navantia is committed to protecting its own and others' intellectual and industrial property.

Business Partners must also assume this commitment and comply with national and international regulations that protect industrial and intellectual property rights.

2.3. RESPECT FOR HUMAN RIGHTS AND INDIVIDUALS

Navantia is firmly committed to acting in accordance with the principles of universal human rights. Similarly, Business Partners are responsible for preventing, detecting, and addressing any situations that may endanger Human Rights, regardless of their geographical location and whether directly or through subcontractors.

It is crucial that Business Partners adhere to the fundamental principles of respect for Human Rights, both nationally and internationally. They must align their conduct with Human Rights protection in all their operations and business relationships.

Business Partners must put in place internal mechanisms to ensure their commitment to Human Rights is effective. This involves implementing policies and practices to prevent any Human Rights violations in their business activities and value chain.

Respecting and promoting Human Rights are essential parts of maintaining ethical and sustainable business relationships. Business Partners must actively work to ensure these principles are upheld at all stages of their operations.

Specifically, Business Partners shall establish effective mechanisms to meet the following commitments:

- Identify, prevent, and adequately mitigate risks related to human rights violations in their value chain.
- Ensure dignified working conditions and uphold non-discrimination in all its forms, including gender, age, race, religion, sexual orientation, work style, or talent.
- Prevent all forms of harassment in the workplace.
- Guarantee occupational health and safety, as well as respect the rights of workers, in strict accordance with applicable labour laws.
- Champion equal opportunities as a pathway to equity.
- Get rid of both child labour and forced labour from their operations and value chain, and advocate for minority rights.

2.4. SUSTAINABILITY AND ENVIRONMENTAL PROTECTION

- **Sustainability**

Sustainability is one of Navantia's fundamental pillars, serving as a guide for its short, medium and long-term strategy to build trust and enhance its market reputation.

In this vein, from a social perspective, Navantia is dedicated to corporate social responsibility towards its members, as well as other stakeholders and the local community.

Navantia emphasises governance rooted in transparency, adherence to existing laws, and respect for human rights.

Hence, Business Partners are expected to:

- » Identify, prevent, and adequately mitigate environmental risks and impacts linked to their activities.
- » Promote energy efficiency and the use of renewable energies.
- » Extend good sustainability and environmental conservation practices throughout their value chain.
- » Conduct their operations with respect for cultural and social contexts, as well as for the stakeholders impacted by their activities.

- **Environmental protection**

Environmental protection is a core principle of Navantia's business activities and a key aspect of its sustainable development.

Navantia commits to combating climate change and responsibly managing resources and waste.

Therefore, it is vital for Business Partners to commit to adhering to current environmental regulations and taking proactive steps to safeguard the environment, fight climate change, and reduce any negative impacts on society and the natural environment.

2.5. USE AND PROTECTION OF INFORMATION

- **Cybersecurity and protection of information**

Navantia operates in a sector where information confidentiality is crucial to the Organisation's success. Thus, it is crucial that the Business Partners with links to Navantia guarantee the confidentiality and secrecy of such information.

Business Partners are responsible for implementing suitable security and cybersecurity measures to protect this information and must ensure that all their members adhere to this obligation in the context of their dealings with Navantia.

Regarding the protection of confidential information, Business Partners commit to not disclose or compromise said information. The duty to maintain confidentiality extends beyond the contractual relationship.

- **Personal data protection**

Navantia deems the protection of personal data, which Business Partners might access in the course of their contractual relationship with Navantia, a fundamental obligation.

In order to meet this obligation, Business Partners are responsible for taking the necessary steps to comply with current national or international personal data protection legislation.

2.6. QUALITY

Quality is integral to Navantia's organisational culture, with the aim of maximum customer satisfaction. Therefore, Business Partners must fully meet the contractually established requirements to align with the pillar of excellence advocated by Navantia.

3. VALIDITY, SUPERVISION, AND MONITORING

The Code of Conduct for Partners becomes effective the day after its approval by the Board of Directors and will be enforced from that moment on.

Despite the above, this document is subject to regular updates to ensure the validity of the conduct parameters it outlines, which Business Partners are expected to adhere to.

The Compliance Committee is tasked with supervising and monitoring the Code of Conduct for Business Partners.

Navantia's Board of Directors expressly delegates to the Compliance Committee the power to make any minor and/or inconsequential changes to this document.

4. ETHICS CHANNEL

Navantia provides its Business Partners with an Ethics Channel, enabling them to report any actions by Navantia members or Business Partners that deviate from the Navantia Business Conduct Code, the Code of Conduct for Partners, or any violations that could even have criminal implications.

Navantia encourages the use of this channel by Business Partners for reporting non-compliance and expects effective cooperation in raising awareness of it. The Organisation ensures confidentiality and protection for whistleblowers at all times.

- **Email** addressed to: canaletico@navantia.es
- **Ordinary post** addressed to:
NAVANTIA, S.A., S.M.E, (Compliance Department)
Calle Velázquez, 132
28006, Madrid
- Via the corporate **website**.
- Via the ethics **hotline**: +34.810.513.626
- **Through a face-to-face meeting** with the Compliance Committee, with one of its members or persons delegated by them.

5. CONSEQUENCES OF NON-COMPLIANCE

Failure to comply with the conduct parameters set out in this document entails significant risks for Navantia and may result in legal action.

In the event of a breach of the provisions of this Code of Conduct for Business Partners, Navantia will take immediate action in accordance with current legislation. These actions shall be proportional to the severity of the breach and may include suspending or terminating the contractual relationship, filing complaints with appropriate authorities, and seeking compensation for any damage and injury.



Navantia