

Code of **ethics** AXIAL



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A word from the ceo

José luis fayos

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A word from the ceo

José Luis Fayos

AXIAL sets the standard in the design and manufacture of fixed structural systems and solar trackers for photovoltaic installations, having seen consolidated growth in recent years that has led it to become a leading company in the photovoltaic sector, always committed to developing our business strategy in line with deeply rooted ethical values.

Since the very outset we have taken on a role as partners with an international presence, prestige and a great store of know-how, always based on a high level of innovation and technological development, delivering advances in the design and manufacture of structures and solar trackers for photovoltaic installations.

A prestige that we wish to maintain, and which must therefore continue in lock step with the values that have earned us the trust of our customers.

And so I invite you to familiarise yourself with the content of this Code and to apply it in your professional work, helping to create an appropriate working environment and to further underpin the trust that our clients and society place in us.



1. Object

This Code of Ethics presents a general description of the principles and rules deemed necessary, and which must guide the behaviour of the people to whom it applies, in their professional relations with third parties and with society, consolidating a culture and certain guidelines for responsible action that must be shared, accepted and respected by all.

This Code, together with the rest of the corporate documentation, represents a commitment to legality, good governance, transparency, accountability, independence and reputation with respect to socially accepted ethical standards.

2. Scope of application

This Code of Ethics applies to all members of the management bodies and to all AXIAL staff, regardless of the legal status of their employment relationship, the position they occupy in the organisational structure, or the geographical location where they work.

The application of the Code, in whole or in part, may be extended to any natural and/or legal person related to AXIAL, whenever appropriate for the fulfilment of its purpose and wherever possible in line with the nature of the relationship.

2.1.1. Application of the Code of Ethics to the members of AXIAL

Our Code of Ethics must be complied with by all those working at the Company, regardless of their hierarchy and responsibilities within the organisation, and applies to all activities carried out both at home and abroad. It therefore applies to:

- The Governing Body.
- Executives, regardless of the type of contract defining their employment relationship or the position they occupy in the performance of their duties. This definition is understood to apply to senior management, those holding managerial positions and heads of department.
- All other Company employees, including any personnel on trainee placements.

2.1.2. Application of the Code of Ethics to third parties

This Code will also apply to relations with third parties, whether business partners, distributors, suppliers or any other stakeholders or companies that may have direct relations with the Organisation.

Relations with them must therefore be conducted according to values and principles aligned with the Code.

3. Origin, Approval And Validity

This Code of Ethics sets out the guidelines that Axial has applied since its earliest days, promoting their application among its stakeholders, to be understood as employees, customers, suppliers, society, competitors, regulatory bodies and shareholders, and constitutes a mandatory standard for all its activities and for the conduct of Stakeholders, as the reputation of the company, its credibility, its independence and its success depend to a great extent on all Stakeholders respecting its contents in the honest, civic, upright, proper, transparent and dedicated manner that the Code itself entails.

The Code of Ethics, to which all employees and all Axial's member companies must subscribe, was approved by the Company's Board of Directors on 17 October 2023, will be published on the corporate website, and remains in force indefinitely.

Axial will adopt the necessary measures to effectively implement the set of values and rules that make up this Code, informing Stakeholders of its contents and resolving any doubts that may arise as to how it is to be applied. The Code will nonetheless be reviewed and updated as often as necessary.

4. Mission, Vission and Values

Mission

Provide cutting-edge solutions in the design, manufacture and installation of photovoltaic structures to drive the adoption of solar energy and support sustainable development. We are committed to providing high-quality, innovative and reliable products that maximise the efficiency and cost-effectiveness of photovoltaic systems, while minimising our impact on the environment.

Vision

Lead the photovoltaic industry, recognised for our excellence in the design and manufacture of state-of-the-art photovoltaic structures. We strive to set the standard in terms of quality, innovation and sustainability, and so work in close collaboration and dutifully honour our commitments to our customers and suppliers to develop customised solutions that meet their needs and promote the growth of solar energy as a clean, renewable energy source worldwide.

Values

Innovation: We are constantly on the lookout for the latest technologies and trends in the design and manufacture of 6 photovoltaic structures, pursuing improvements and solutions to transform the sector and make it more efficient.

Quality: We meet the highest quality standards in all aspects of our work, from the materials used to the manufacturing processes and attention to detail in installation.

Excellence in execution: We constantly strive for excellence in all aspects of the company. We are committed to quality, efficiency and continuous improvement in every process and every project.

Sustainability: We minimise environmental impacts at all stages of the process, from design and manufacture to the installation and dismantling of the photovoltaic structures.

Safety: We ensure a safe working environment for employees and meet the highest standards in the design and manufacture of photovoltaic structures. We provide our personnel with appropriate safety training and promote safe practices at all stages of the process, from manufacturing to installation and maintenance.

Collaboration and teamwork: We foster a culture of collaboration and teamwork with the other actors involved: developers, suppliers and installers, to achieve successful results and solid relationships with all stakeholders.

Trust and reliability: We demand high standards of ourselves in terms of meeting deadlines, address our customer's needs, beyond mere contractual requirements, and draw on the reliability of our service to forge a relationship of trust with our suppliers and customers.

Transparency: Transparency. We are honest in our operations, communications and business practices, and share clear and accessible information with all our stakeholders.

Social responsibility: This includes supporting local communities, promoting clean energy and participating in social initiatives with a positive impact on society.

Company, with respect for the law, refraining from engaging in illegal or immoral activities in the pursuit of professional duties.

- Understand and comply with the provisions of this Code, as well as with applicable laws and internal regulations.
- Promptly report any potential breach of which we become aware.
- Not allow business partners to engage in conduct contrary to this Code, nor any other conduct that could be in breach of the Organisation's internal rules, or could ultimately affect its reputation.

5. Responsibilities

5.1 Employee responsibilities

Each of us must take responsibility for acting with integrity, even when it means making difficult decisions. It is by fulfilling our responsibilities that we grow and prosper, today and in the future. Our responsibilities are:

- Act in a professional and ethical manner reaching decisions in accordance with the principles and policies adopted by the
 - Company, with respect for the law, refraining from engaging in illegal or immoral activities in the pursuit of professional duties.
- Understand and comply with the provisions of this Code, as well as with applicable laws and internal regulations.
 - Promptly report any potential breach of which we become aware.
- Not allow business partners to engage in conduct contrary to this Code, nor any other conduct that could be in breach of the Organisation's internal rules, or could ultimately affect its reputation.

6. Pautas De Comportamiento

6.1 Commitment to legality

All employees and members of Axial must observe ethical behaviour in all their actions and avoid any conduct which, although not unlawful, could damage Axial's prestige, or adversely affect its interests, reputation and public image. AXIAL, all its members, and third parties with whom it has dealings, are bound by this Code of Ethics and undertake to:

- Comply with the legislation in force in each of the countries in which the Organisation operates, and with the Company's internal procedures.
- Accept and respect the values and principles of this Code of Ethics.
- Refrain from unlawful, criminal or unethical conduct, or any actions that could harm AXIAL's reputation.

6.2 Mutual commitments between AXIAL and its employees

Health and safety at work

AXIAL is committed to providing a safe and healthy working environment for employees and for those visiting or working at our facilities and sites. This demands everyone's cooperation.

Be sure to:

- Use the required safety equipment, and do not tamper with it.
 - Participate in all health and safety activities.
- Do only those jobs for which you are qualified.
 - Understand the emergency procedures.
- Stop work if you feel unsafe or lack the necessary capabilities, and report this immediately to your manager.
- Understand and comply with the operating procedures that apply to your work.

Take care with:

- Any unsafe working situation

Prevention of harassment

We treat each other with respect and do not accept harassment or discrimination in our working environment.

Harassment means any unwanted physical, verbal or sexual conduct which has the purpose or effect of creating an intimidating, hostile or offensive working environment.

We all have the right to work in an environment free from bullying, harassment and abuse. Unwanted or annoying behaviour by any employee that harasses another person, disrupts the work of another or creates an intimidating working environment will not be tolerated.

Create an environment in which colleagues can fully develop their skills and abilities.

Keep an open mind as to new ideas, different cultures and customs, and different points of view

AXIAL prohibits any kind of harassment or discrimination within its Organisation.

Be sure to:

Avoid any hostile, intimidating or offensive behaviour or attitude, including aggressive gestures, threatening or offensive comments, discriminatory jokes, and unwanted physical contact.

- Do not discriminate or tolerate discriminatory attitudes on the basis of race, religion, sexual orientation, language, family background, political ideology, disability, or any other grounds.
- Duly report any situation that you believe may constitute harassment or discrimination, acting responsibly, whether the conduct is carried out by a colleague or originates from a third party related to the Company. You will never suffer retaliation for reporting matters in good faith, and your confidentiality is guaranteed.

Take care with:

- Offensive comments or jokes.
- Threats or abuse of authority.
- Inappropriate gestures or physical contact

Equal opportunities

All staff selection processes will be governed by criteria aligned exclusively with the defined professional profile: principles of merit, ability and suitability. Employees or candidates will be assessed on the basis of their achievements, qualifications and performance.

Any discrimination in recruitment is forbidden.

Protection of our assets and property

We are all responsible for the proper use of the resources that the Company makes available to employees for their work and must protect them against misuse or loss.

The Company's assets include tangible resources and intangible properties such as image, reputation, information, patented and unpatented ideas, facilities, software and computer systems, among other elements.

All material provided by AXIAL to undertake your activity must be returned whenever so required by the Organisation and must in any event always be handed over at the end of the employment relationship.

The following are forbidden:

- Perform any act of disposal or encumbrance of AXIAL assets.
- Perform acts of alienation, transfer, assignment or concealment of any property owned by the Organisation, for the purpose of evading compliance with its liabilities towards its creditors, without appropriate authorisation.
- Misuse or dissemination of patented or unpatented ideas or projects.

Protection of information systems

All employees must properly maintain their working equipment. AXIAL has developed a Policy on the use of Technological Resources (ICT).

Be sure to:

- Respect the rules for the use of e-mail, internet access or other similar means made available to you, without under any circumstances using them inappropriately or for personal purposes.
- Not use information systems for the purpose of violating the privacy of third parties, nor use programs of illicit origin
- Not share your username and password with other members of the Organisation or third parties.
- Lock your equipment when you are not with them.

Take care with:

- Do not open suspicious links or emails.

Protection of sensitive information and intellectual property

The information we learn of in the course of our professional activities, whether AXIAL's own information or that of its customers, suppliers or other third parties, is subject to the strictest confidentiality. This obligation of confidentiality will remain in force after the end of the employment or professional activity. Likewise, you must ensure the proper use of the Company's logo, brand, image or any sign of its corporate identity.

Be sure to:

- Not disclose sensitive information for purposes unrelated to your own activity.
- Not use images belonging to third parties or any patents without their permission.
- Respect all patents, trademarks, copyrights, confidential information or trade secrets, as well as the confidentiality of any person or entity with which we have business dealings

6.3 Commitments to customers

AXIAL considers customer satisfaction to be a priority. Efficiency in processes, transparency in actions, and how we treat people, guaranteeing the quality of the service offered, must therefore guide the professional actions of all employees.

With regard to the Code of Ethics of customers and suppliers, we must be proactive in understanding them and commit to strict compliance. We should also pay heed to the limits they set, and strictly apply them.

Honesty and transparency in business relations

AXIAL is committed to being honest with its customers by providing truthful, transparent and clear information when marketing its products. Any procurement will be guided by the principles of market price, accurate terms and conditions, non-discrimination, objectivity, impartiality and respect.

Pressures or demands based on commercial agreements, increased turnover or business conditions are no justification for unlawful acts.

Be sure to:

- Treat others fairly and honestly.
- Commit to business deals that you can deliver on

Take care with:

- Misrepresenting product conditions or characteristics.
- False or potentially misleading information to customers.

Confidentiality and personal data protection

We undertake to protect our customers' confidential information which we may access for any reason, as well as their personal data, which will be used solely for the intended purpose that justifies the data processing.

Never disclose Company information relating to the Company's current or future business activity or business plans.

Protection of corporate and inside information

Inside information is understood to be information relating to non public operations or business of AXIAL or of our customers or suppliers.

The information to which AXIAL employees have access, whether it is internal to the Company or information relating to customers, suppliers or other third parties, is subject to the strictest confidentiality, and remains so even after the professional relationship has ended.

Disclosure of the Company's non-public inside information to third parties is strictly prohibited. Such information must not be used for personal gain

Be sure to:

- Not share non-public or sensitive customer information.
- Not obtain non-public information from third parties.

Confidentiality and personal data protection

We undertake to protect our customers' confidential information which we may access for any reason, as well as their personal data, which will be used solely for the intended purpose that justifies the data processing.

6.4. Commitments to suppliers

In its relations with customers and suppliers, the Organisation acts in accordance with its ethical values, promoting and disseminating among them the contents and principles of this Code. AXIAL rejects any corrupt conduct that could affect the principles of fair trade in procurement processes.

Relations with suppliers will be conducted at Axial within a framework of transparent collaboration that allows and facilitates the achievement of mutual objectives and the fulfilment of Axial's social responsibility, always in compliance with current legislation. Stakeholders must not promote or engage in any potentially unlawful activity.

The selection and contracting of suppliers must comply with the internal regulations in force at any given time, guaranteeing transparency, equal treatment and the application of objective criteria free of any favouritism.

Axial will promote and disseminate the contents and principles of this Code of Ethics among its suppliers, in particular those that refer explicitly to Axial's relationship with them. In any event, the relevant parties must only conclude contracts with suppliers that are capable of complying with the applicable legislation and the provisions of this Code.

Be sure to:

Take a positive view of those suppliers who subscribe to our ethical values or who state that they subscribe to their ethical commitments, provided that their business practices are in line with AXIAL's culture of compliance.

- Select suppliers who are the best option for the Company, guaranteeing principles of objectivity, transparency, non discrimination, respect, integrity, competition and diversification of offers.

- Fulfil the contracts signed

Take care with:

- Not participate in the selection of a supplier if you are subject to a conflict of interest.
- With regard to **COMPETITION**, Axial is committed to free competition and compliance with the laws established in this regard, avoiding any action that would involve an abuse or unlawful restriction of competition. The relevant parties must honour this commitment, and also avoid any action that would entail unfair competition in the marketplace, in particular by refraining from any misleading advertising of Axial's activities, products and services, and by avoiding any conduct that would or could constitute an abuse or unlawful restriction of competition or a legally unfair practice, or would constitute the exploitation of a trade secret or confidential information of a third party.

6.5. Commitments to society

We compete fairly in the marketplace

The Company competes fairly in the marketplace and does not in any way condone fraudulent, deceptive or malicious conduct. AXIAL rejects improperly obtained information about competitors, and does not engage in practices that restrict free competition.

Environmental management

We dedicate our best efforts to prevent the Company's actions from damaging the environment or impacting the ecosystem, in particular water resources, waste, soil, biodiversity, the atmosphere, noise or odours

Be sure to:

- Prevent our operations from potentially harming the environment.
- Report any suspicious events affecting the environment
- Respect the environment, optimising the consumption of resources and reducing waste.
- Promote an environmentally friendly culture.

6.6. Relations with public authorities

Relations with public authorities must always be guided by criteria of transparency, decency and truthfulness in the information provided. Aim to ensure that communications with public officials are always in writing

Be sure to:

- Respect legal requirements in administrative processes and in relations with members of public authorities.
- Actively collaborate with the requirements placed on us by public authorities within the scope of their responsibilities.
- No gifts, gratuities, hospitality or other benefits may be offered to public officials, either directly or indirectly, if they could be considered to influence any business decision for the purpose of obtaining an undue advantage.

7. Fraudulent Practices

7.1. Corruption

Corruption in any shape or form intended to obtain any benefit, whether directly or indirectly through individuals or companies, is forbidden.

A bribe is anything of value that is offered in order to influence business decisions or outcomes.

Be sure to:

Monitor that there is no corrupt conduct on the part of our customers and suppliers.

Not give or accept anything of value for profit or advantage.

Not make facilitating payments.

Take care with:

Los agentes comerciales que no desean relaciones contractuales de forma transparente y por escrito.

Private Corruption

It is forbidden to give, promise, or accept payments, commissions, gifts, invitations or other unjustified benefits to customers, suppliers or third parties in general, with the aim of influencing them improperly to perform or refrain from any

Public corruption

Likewise, it is forbidden to make payments or offer undue benefits or advantages of any kind to any figure of authority or official for the benefit of AXIAL, oneself or third parties or companies, with the aim of obtaining any competitive advantage, such as speeding up or facilitating procedures, permits or granting benefits in consideration of a person's position or function.

Gifts and gratuities

Employees shall not accept or offer gifts, gratuities or hospitality of any kind that could affect their objectivity or influence them in a business, professional or administrative relationship. An Anti-Corruption Policy has been put in place to avoid influencing the decision-making capacity or affecting the impartial judgement of the recipient in a business decision. This Policy establishes the guidelines for behaviour in relation to the giving or acceptance of gifts and gratuities, and the members of the Organisation must abide by its provisions.

Se incluyen en este apartado:

Gifts, entertainment, and hospitality;

- Promotional expenses;

- Sponsorships;

- Invitations to events;

- Club memberships;

- Personal favours.

There are certain exceptions for gifts that may be accepted, as they are considered to be in accordance with customs and traditions, such as:

Advertising gifts or those of little value

Normal invitations that do not exceed the limits considered reasonable

Be sure to:

- Only offer and accept gifts, gratuities and hospitality where reasonable and within the bounds of normal conduct.
- Not solicit gifts, favours, considerations or personal services.
- Not accept or offer gifts of cash or cash equivalents, such as gift cards.
- Ask the Compliance Body in case of doubts as to whether a gift you have been or may be offered is in line with our values and ethical principles or not.

Take care with:

Excessive hospitality by customers or suppliers

Gifts, gratuities and hospitality for public officials

Additional precautionary measures and particular care must be taken in relations with figures of authority and public officials.

No gifts or hospitality of any kind may be given, either directly or through an intermediary, to figures of authority or members of a public administration, including their relatives or close associates, in consideration of their position or function, for whatever purpose, including facilitating payments which are forbidden in Spain but may be normal in other countries

7.2 Conflict of interest

A conflict of interest may arise when we have competing personal interests that interfere or could interfere with our ability to reach a professional decision.

A conflict of interest exists when an employee's opportunity for personal gains could interfere with their principles of objectivity, independence or loyalty towards the Company. Also when such gains affect persons related to the employee

Each of us is expected to exercise good judgement and avoid situations of conflict of interest, ensuring that our personal interests and those of our associates do not override those of the Organisation.

When faced with a conflict of interest, the following principles must be followed

1. Report it to your line manager or the Compliance Body in order to resolve the situation in the fairest and most transparent manner possible, taking the necessary preventive measures

2. Refrain from participating in or influencing any decision that could affect parties with whom we may be in conflict.

3. Independence
Act at all times with professionalism and loyalty towards the Company.

7.3. Money laundering and irregular payments

Cash payments and receipts which are suspicious due to the nature of the transaction must be analysed and checked with particular care.

These include payments made in different currencies, payments where the payer or payee is a third party not mentioned in the contracts, or payments made to accounts other than those typically used in relations with a particular company or person

8. Responsibilities Regarding The Code Of Ethics

The duties entrusted to each individual must be carried out in a rigorous and responsible manner. Responsible professional performance means contributing effectively to the implementation of Axial's policies and the achievement of its objectives. All Stakeholders are in general responsible for understanding and complying with the principles of this A conflict of interest exists when an employee's opportunity for personal gains could interfere with their principles of objectivity, independence or loyalty towards the Company. Also when such gains affect persons related to the employee

Common responsibilities

All Stakeholders must comply with the following responsibilities:

Comply with the principles and standards described in this Code.

Comply with the laws, regulations and other rules that apply to their position.

Seek advice and counsel if in doubt as to compliance with this Code of Ethics.

Participate in the training and assessment activities offered.

Report any breach or violation of the conduct set out in this Code

Cooperate in good faith in the course of any checks and audits that may be carried out to help identify and correct deficiencies or weaknesses of any kind

Additional Axial Responsibilities

Those employees and members of Axial with managerial authority have certain additional responsibilities:

Lead by example. Their behaviour must be a model of upstanding action.

Ensure that those under their responsibility understand the requirements of the Code.

9. Acceptance Of The Code

All AXIAL members must accept and espouse this Code. The Company will put in place procedures to ensure awareness and acceptance of this Code of Ethics.

By accepting this Code, the recipients are automatically bound to subsequent adaptations or updates of this document, provided that such updates are based on regulatory changes, unless expressly stated otherwise. Such updates will be duly communicated to the recipients.

10. Compliance Body

In order to ensure the implementation and maintenance of this Code, AXIAL has a Compliance Body responsible for the application, interpretation and integration of this Code. We therefore encourage you to contact the Compliance Body with any queries you may have regarding interpretation and application of the Code.

Given its very nature, this Code of Ethics does not cover all possible situations, but establishes the criteria guiding the conduct of those subject to it in their relations both with the Organisation and with the third parties with which it has dealings, and resolves any doubts that may arise in the course of our professional activity, regarding the interpretation of this Code.

Likewise, the Compliance Body will periodically review this Code, taking into consideration the annual reports and suggestions obtained from the Compliance Audits, and will, where appropriate, propose that the Board of Directors make any changes and adaptations deemed necessary. Responsibility for the approval of such changes lies with the Board.

11. Internal Information System

To guarantee the adequate, independent, objective, secure and confidential handling of any queries or reports of breaches of this Code of Ethics that may occur, and in order to initiate the appropriate corrective actions wherever deemed necessary, the Company has implemented an Internal Information System which must be used to report any conduct that could be in breach of the current legislation, is suspected of constituting a criminal offence, or is in breach of this Code of Ethics or the internal regulations of the Organisation.

The System is accessible via the corporate website:

<https://www.axialstructural.com/>

All employees can consult the guarantees and principles to be followed both in the receipt and handling of information and in the investigation procedure via the Internal Information System Policy approved by AXIAL.