



Anti-Corruption Policy

FRENOS SAULEDA

Important information about this document	
Document identification	Anti-Corruption Policy
Territorial scope	National and International
Persons or entities subject to the policy	FRENOS SAULEDA , and its business partners
Superseded policies	None
Revoked policies	None
Related policies	Code of Ethics and Conduct; Criminal Compliance Policy; Third Parties Policy; Policy of the Internal Communication System; any other Compliance policy or procedure
Oversight responsibility	Ethics and Compliance Committee
Approval date	September 06, 2024
Effective date	September 15, 2024
Review date	
Amendment date	



Content Index

1. Definitions	3
2. Purpose of the Anticorruption Policy	4
3. Ámbito de aplicación	4
4. Acceptable corporate gifts and hospitality	4
5. Bribery situations	5
6. Requests for gifts in situations of threat or danger to physical integrity	5
7. Value limits	5
8. Due Diligence	5
9. Communications	6
10. Investigations	6
11. Monitoring	6
12. Approval	6



1. Definitions:

For the purposes of this Anti-Corruption Policy, the following definitions apply:

- **Ethics and Compliance Committee:**
The **Ethics and Compliance Committee** is the body designated by the Board of Directors to oversee regulatory compliance within the organization.
- **Gift:**
A gift is any item of value offered or received without the expectation of payment or direct reciprocation. This includes, but is not limited to, tangible goods, services, hospitality (such as meals or entertainment), discounts not available to the public, and personal favours.
- **Corporate Gift:**
A corporate gift is any item of value that is given or received openly and transparently as a token of courtesy or gratitude. Examples include corporate calendars, pens, or other items associated with **FRENOS SAULEDA**'s activities, provided they are symbolic and of negligible economic value.
- **Hospitality:**
Hospitality refers to any courtesy, typically social in nature, offered or received in a business context connected to or resulting from **FRENOS SAULEDA**'s activities. An example of hospitality is providing a meal to a business associate following a meeting or during discussions relevant to the business relationship.
- **Business Partners:**
A business partner is any individual or legal entity with whom **FRENOS SAULEDA** has or anticipates having a business relationship, including suppliers, service providers, strategic allies, or agents.
- **Third Parties:**
A third party is any individual or legal entity acting independently of **FRENOS SAULEDA**.
- **Bribery:**
Bribery is the offering, promising, authorizing, or accepting of any undue monetary gift or any other benefit or advantage to or from an official, directly or indirectly, to obtain or retain business or any other improper advantage.
Bribery also includes receiving, soliciting, offering, or accepting an unjustified benefit or advantage, personally or through an intermediary, as compensation for improperly favouring another in the purchase or sale of goods, the procurement of services, or business dealings.
- **Corruption:**
Corruption is the abuse of power for personal gain.
- **Conflict of Interest:**
A conflict of interest is any situation in which an individual's personal interests could interfere with their professional decision-making on behalf of or for the organization.



- **Official:**

For the purposes of this Policy, an official includes any individual who, by law, election, or appointment by a competent authority, performs public functions or works for any governmental entity, public company, or entity funded with public money at the local, regional, national, or international level. This definition also includes any candidate or person running for public office.

2. Purpose of the Anticorruption Policy:

This Policy aims to reaffirm **FRENOS SAULEDA**'s commitment to upholding ethical standards in the selection, offering, and receipt of corporate gifts and hospitality within the legal framework.

In this regard, **FRENOS SAULEDA** promotes the establishment of business relationships that are ethical, transparent, and compliant with applicable laws.

This Policy is issued as an extension of **FRENOS SAULEDA**'s Code of Ethics and Conduct and is part of the Criminal Compliance Management System, aligning with the guidance provided by the international **ISO-UNE 37001 Standard on Anti-Bribery Management Systems**.

3. **Ámbito de aplicación:**

This Policy is mandatory for all executives, employees, and individuals under an employment relationship or otherwise performing activities on behalf of **FRENOS SAULEDA**, regardless of their position or role.

The Policy also applies to individuals or legal entities engaging with **FRENOS SAULEDA**. The **Ethics and Compliance Committee** will determine the circumstances in which control measures must be implemented in this regard.

The **Anti-Corruption Policy** will be made available to all obligated parties and any third party with a legitimate interest in its content.

4. **Acceptable corporate gifts and hospitality:**

Obligated parties may accept or offer a gift or hospitality, provided that:

- It qualifies as a corporate gift.
- Its economic value: (i) Is monetarily insignificant, and (ii) Does not appear to be or could be perceived as inappropriate for the situation.
- It complies with **FRENOS SAULEDA**'s limits on Gifts and Hospitality.

In case of doubt as to whether the offering or receipt of a particular corporate gift or hospitality constitutes a violation of this Policy, prior consultation with the **Ethics and Compliance Committee** is required before the gift or hospitality is given or accepted.



5. Bribery situations:

Obligated parties are expected to always act with integrity and prevent any situation that could be considered bribery or give the appearance of bribery.

If a request is made for a gift or hospitality that may constitute or appear to be bribery, it must be denied, and the matter should be reported to the **Ethics and Compliance Committee**.

Gifts or hospitality received in violation of this Policy must be immediately rejected or returned, and the **Ethics and Compliance Committee** must be informed. In cases where returning the gift is not possible, the gift should be turned over to the Ethics and Compliance Committee, which may choose to:

- **Return the gift** to the individual or entity that sent it with a notice explaining that it violates this Policy.
- **Allocate the gift for social purposes**, ensuring the situation and the information about the final recipient are documented.

6. Requests for gifts in situations of threat or danger to physical integrity.

If a third party requests a gift or hospitality from an obligated party that could constitute or appear to be bribery, and the circumstances make it impossible to refuse at the time, the obligated party must act in a way that ensures their safety and physical integrity.

The situation must be reported to the **Ethics and Compliance Committee** within 48 hours of the request for the gift or hospitality or as soon as it is practically possible.

The **Ethics and Compliance Committee** will take the necessary protective measures for the person reporting the situation and will notify the relevant authorities if the situation requires it.

7. Value limits:

Corporate gifts and hospitality, whether offered or received, must comply with the guidelines established by the Ethics and Compliance Committee. They must not exceed a value of **€50 per gift or occasion**, nor accumulate a total value exceeding **€150 over the course of a year**.

If gifts received exceed these limits, they must be reported to the **Ethics and Compliance Committee**.

8. Due Diligence:

Procurement area managers must ensure that suppliers and third parties engaged with **FRENOS SAULEDA** as providers, service providers, or strategic allies:

- **Act in accordance with the principles and values** outlined in **FRENOS SAULEDA's Code of Ethics and Conduct**.



- **For legal entities**, have adequate and reasonable anti-bribery control and monitoring procedures in place within their own organizations.
- **For individuals**, possess a suitable profile and have not been convicted by a competent court for practices that could be considered corrupt.

9. Communications:

Obligated parties who have questions, need additional information, or wish to report any situation they are aware of and believe may be in violation of this Policy may contact the **Ethics and Compliance Committee**.

10. Investigations:

The **Ethics and Compliance Committee** will investigate any situation related to the enforcement of this Policy that comes to its attention.

If evidence of non-compliance with the Policy or anti-bribery and corruption regulations is detected, the Committee will recommend to the Board of Directors the implementation of appropriate sanctions, which may include disciplinary measures in accordance with the Statute of Workers and applicable collective agreements, in the case of employees or the termination of the business relationship and activation of indemnity clauses, in the case of contractual relationships.

This is without prejudice to any potential individual criminal liability that may arise for the person involved in the regulatory non-compliance, the investigation of which will fall under the jurisdiction of the relevant authorities.

11. Monitoring:

The **Ethics and Compliance Committee** will be responsible for ensuring proper compliance with this **Anti-Corruption Policy**, as well as for its updating and review in the event of regulatory changes, organizational changes, or when circumstances require it.

12. Approval:

This **Anti-Corruption Policy** was approved by **FRENOS SAULEDA's** Board of Directors on September 06, 2024, and has been effective since September 15, 2024.