

ANTI-CORRUPTION POLICY

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Date of Approval: 24-09-2024 Person Approving: msantos



Através de Gerações

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1. Purpose and Scope

The Manuel Champalimaud Group is committed to conducting its relations with third parties in a rigorous manner and in strict compliance with applicable legislation.

The Manuel Champalimaud Group brings together various business units, namely in the energy, agri-food logistics, mold and plastic injection industry, tourism and real estate and agro-hunting sectors, and operates in accordance with standards of excellence and in strict compliance with applicable rules and principles. In addition, the Manuel Champalimaud Group has implemented internal policies to mitigate the risks inherent to carrying out its business.

This Anti-Corruption Policy ("**Policy**") is the formalisation of a set of rules applicable to the Manuel Champalimaud Group across the board, which aims to ensure that its business is conducted ethically, with integrity and transparency, particularly in the business areas that are most sensitive to the risks of corruption and related offences.

The Manuel Champalimaud Group prohibits any situation that could constitute the practice of corruption or related offences, namely influence peddling, undue receipt of an advantage, embezzlement, economic participation in business, extortion, abuse of power, money laundering or fraud in obtaining or diverting a subsidy, grant, or credit.

The Group has a zero-tolerance policy regarding the delivery or promise of any advantages not expressly permitted by this Policy, the Policy on the Offer and Acceptance of Gifts and Hospitality and the legal standards that may be applicable.

This Policy reiterates the Manuel Champalimaud Group's commitment to strict compliance with legal standards and good practices pertaining to anti-corruption and related offences, ensuring high standards of integrity, ethical conduct, and transparency in the running of its business and transactions, preventing illicit behaviour, and also safeguarding potential situations of conflict of interest in its dealings with both the public and private sectors.

This document should be read in conjunction with the remaining Manuel Champalimaud Group Policies.

At the Manuel Champalimaud Group, the Regulatory Compliance Programme for the prevention of corruption is made up of a Compliance Programme, supported by:



- (i) A strengthened governance model, including the appointment of an Executive Director (CCO) in charge of Compliance.
- (ii) In the appointment of a Compliance Officer, responsible for the aforementioned regulatory compliance.
- (iii) The Code of Conduct.
- (iv) A Plan for the Prevention of Risks of Corruption and Related Offences (PPR), which includes: (a) the identification, analysis and classification of risks and situations that may expose the Group to acts of corruption and related offences; and (b) the preventive and corrective measures to be implemented to reduce the likelihood and the impact of the risks and situations identified.
- (v) A set of other policies that fall under the General Framework for the Prevention of Corruption.
- (vi) Internal policies and procedures across the entire Group.
- (vii) A continuous improvement and training/awareness programme covering the entire Group and all its stakeholders.

The Manuel Champalimaud Group also endeavours to guarantee an adequate control environment, a robust risk management system, and a continuous monitoring process.

2. Definitions

For the purposes of this Policy, the following definitions shall apply:

- a) **"MCG" or "Manuel Champalimaud Group"**: Manuel Champalimaud SGPS, S.A., Manuel Champalimaud Serviços, Unipessoal Lda. and all subsidiaries - Silos de Leixões - Unipessoal, Lda., OZ Energia, S.A., OZ Energia Jet - Unipessoal Lda., GLN - Advanced Solutions, S.A., GLN Plast, S.A., GLN Molds, S.A., Famolde - Fabricação e Comercialização de Moldes S.A. and GLN México, Sogolfe - Empreendimentos Turísticos, Sociedade Unipessoal Lda., Sogestão - Administração e Gerência, S.A., Agrícola de São Barão - Unipessoal, Lda., CELA - Agro-Pecuária, Lda.
- b) **"Director"**: members of the management bodies of Manuel Champalimaud Group companies.
- c) **"Employee"**: members of the supervisory bodies and employees of any company part of the Manuel Champalimaud Group, as well as service providers, proxies and advisors, when integrated into the organisation of the Manuel Champalimaud Group, regardless of the nature or form of their legal bond with the respective company.



- d) **"Third Party"** -- individuals or legal entities, private or public, national or foreign, who do not have a contractual relationship with the Manuel Champalimaud Group or, if they do, are not integrated into the Manuel Champalimaud Group's organization, as is the case, in particular, with its suppliers of goods or services, including Closely Related Persons.
- e) **"Closely Related Person "**: spouse or civil partner, relatives, and family members and individuals or legal entities, private or public, national or foreign, with whom the Director or Employee has a corporate, commercial or professional relationship.
- f) **"Conflict of interest"**: any situation in which the personal interests of Directors and Employees are potentially conflicting and/or contrary to the interests of the Manuel Champalimaud Group.
- g) **"Politically exposed person"**: any person who - in any country or jurisdiction - performs the duties of (i) head of state, head of government or member of the government, (ii) member of parliament, (iii) judicial magistrate or member of high-level judicial bodies of other states or international organisations, (iv) representative of the Republic and member of the self-government bodies of the autonomous regions, (v) heads of diplomatic missions and consular posts, (vi) serving general officers of the armed forces, (vii) mayors and councillors with executive duties on municipal councils, (viii) members of the management and supervisory bodies of central banks, including the European Central Bank, (ix) members of the management and supervisory bodies of public institutes, public foundations, public establishments and independent administrative bodies, however appointed, (x) members of the management and supervisory bodies of entities belonging to the public business sector, including the business, regional and local sectors, (xi) members of the executive management bodies of political parties and of a national or regional scope, (xii) directors, deputy directors and members of the board of directors or persons performing equivalent duties in an international organisation, in accordance with the provisions of Law no. 83/2017, of August 18.^o 83/2017, of August 18.
- h) **"Public Agent"**: Public Officials, administrative agents, directors and managers of institutes, authorities, agencies or public companies; national officials of other states; holders of political or public administration posts, both national and foreign; holders of high public office and officials of international organisations; as well as, but not exclusively, officials of police bodies, regulatory and supervisory bodies and other bodies that also exercise public powers; magistrates and officials of international courts; members of the European Parliament, the European Commission



and other bodies of the European Union; any other agents legally equated to Public Officials by virtue of the provisions of Article 386 of the Portuguese Penal Code.

- i) **"Close family members"**: Direct ascendants and descendants, spouses or partners in a civil union, and spouses or partners in a civil union of direct ascendants and descendants.
- j) **"Active corruption"**: the promise or delivery, directly or indirectly, of undue advantages to a politically exposed person, to public officials, national or foreign, or to employees of the private sector, for their own benefit or for the benefit of third parties, including close family members, so that they perform or refrain from performing an act in the exercise of their duties, even if their action or omission does not involve a breach of the duties of office, as provided for in article 374 of the Portuguese Penal Code.
- k) **"Passive corruption"**: the request, receipt, or acceptance of the promise, directly or indirectly, of any undue advantage, for one's own benefit or that of a third party, for the commission or omission of an act in the performance of his/her duties as a Director or Employee of the Manuel Champalimaud Group, as provided for in article 373 of the Penal Code.
- l) **"Related offences"**: influence peddling, undue receipt of an advantage, embezzlement, economic participation in business, extortion, abuse of power, money laundering and fraud in obtaining or diverting a subsidy, grant or credit.
- m) **"Influence peddling"**: the promise, offer (and corresponding receipt), directly or indirectly, of undue advantages, for one's own benefit or for the benefit of third parties, so that the beneficiary abuses their influence with a public body and with the purpose of obtaining a lawful or unlawful decision favourable to the interests or any pretensions of the Manuel Champalimaud Group, as set out in article 335 of the Portuguese Penal Code.
- n) **"Undue receipt of an advantage"**: the promise or offer (and corresponding request or acceptance), directly or indirectly, of undue advantages to a politically exposed person or to public officials, national or foreign, for their own benefit or for the benefit of third parties, including close family members, in the exercise of their duties or because of them, as set out in article 372 of the Portuguese Penal Code.



- o) **"Advantages"**: gifts, trips, accommodation, meals, entertainment, gratuities or any delivery of goods or services with economic value, but also any acts that cannot be valued in monetary terms (such as personal favours, preferential treatment for hiring, internships, etc.).
- p) **"Undue advantage"**: any advantage that is not permitted under the terms of this Policy or that does not constitute socially appropriate conduct in accordance with custom and practice.
- q) **"Embezzlement"**: the appropriation by a public official, for his own benefit or that of another person, of money or other movable or immovable property, public or private, which has been given to him/her, is in his/her possession or is accessible to him/her by reason of his/her duties, as set out in article 375 of the Portuguese Penal Code.
- r) **"Economic participation in business"**: in a legal transaction, the damage to the property interests whose administration, supervision, defence, or realisation is the responsibility of the public official, with the intention of obtaining, for himself or for a third party, an illicit economic participation, as provided for in article 377 of the Portuguese Penal Code.
- s) **"Extortion"**: the receipt by a public official, through inducing error or taking advantage of the victim's error, of a pecuniary advantage that is not owed to him/her or is greater than that owed, namely a contribution, fee, or emolument, as set out in article 379 of the Portuguese Penal Code.
- t) **"Abuse of power"**: the abuse of powers or breach of the duties inherent in their duties, by a public official, with the intention of obtaining, for themselves or for a third party, an illegitimate benefit or of causing harm to another person, as set out in article 382 of the Portuguese Penal Code.
- u) **"Money Laundering"**: the conversion, transfer, aid, or facilitation related to any conversion or transfer operation of advantages obtained, by oneself or a third party, directly or indirectly, with the purpose of concealing their illicit origin or avoiding prosecution for the offence(s) committed.
- v) **"Fraud in obtaining a subsidy or grant"**: obtaining a subsidy or grant for the Manuel Champalimaud Group through the provision of inaccurate or incomplete information, the omission of important facts, or the use of a document justifying entitlement to a subsidy or grant obtained through inaccurate or incomplete information.



- w) **"Fraud in obtaining credit"**: the provision of inaccurate or incomplete written information important for the decision on the credit application, the use of documents relating to the economic situation of the Manuel Champalimaud Group that are inaccurate or incomplete (balance sheets, profit and loss accounts, general descriptions of assets, etc.), concealment of deteriorations in the economic situation that have occurred in the meantime.
- x) **"Misuse of subsidy, grant or subsidised credit"**: Use of benefits obtained by the Manuel Champalimaud Group by way of subsidy, grant, or subsidised credit for purposes other than those for which they were legally intended.

3. Application

This Policy applies to all Directors and Employees of the Manuel Champalimaud Group.

4. Prohibited practices and behaviour

The Manuel Champalimaud Group prohibits its Directors and Employees, in the course of their duties or because of them, from accepting, soliciting, promising, or offering any financial or non-financial advantages, except under the conditions set out by this Policy.

Any actions not provided for in the following paragraph are considered prohibited practices and conduct.

The offer/promise/solicitation or acceptance of an advantage is permitted whenever, cumulatively:

- i. The law allows it.
- ii. The Manuel Champalimaud Group's internal policies allow it.
- iii. There is a legitimate and verifiable purpose.
- iv. It is not intended to unduly influence or constitute consideration for any action; and
- v. Is appropriate, under the terms set out in the Policy on the Offer and Acceptance of Gifts and Hospitality.

5. Sponsorship and donations

The Manuel Champalimaud Group carries out sponsorship activities aimed at promoting the Group's brand and reputation, as well as investing in social and cultural causes.

Sponsorships and donations cannot not be used as a means of exerting undue influence over the beneficiary entity, or to constitute an advantage aimed at the commission of an act or omission by the beneficiary entity or a third party.

The allocation of sponsorships and donations must always be transparent, honest, rigorous, consistent, and developed within the framework of the Manuel Champalimaud Group's commitment to Corporate Responsibility.

In the case of donations and sponsorships, the Manuel Champalimaud Group must carry out prior identification and due diligence procedures on the respective beneficiary(ies) and the proposed operation in order to obtain the history of the Institution (beneficiary), potential involvement in corruption cases or subjection to restrictive measures, whether they have directors who are public officials or politically exposed persons, and for what specific purpose the funds are being channelled, in order to avoid the donation or sponsorship constituting a simulated act aimed at avoiding the detection of illicit conduct carried out in breach of this Policy and any applicable anti-corruption rules.

Any donation or sponsorship must be supported by supporting documentation - presentation of the request, with the justification for granting the support and the respective approval by the competent body, which must be duly filed and sent to the Compliance Officer, via the following e-mail address **compliance@manuelchampalimaud.pt**.

6. Interaction with Politically Exposed Persons and Public Officials

The offering or promise of any advantage, whether material or not, to politically exposed persons and public officials is strictly prohibited. In case of doubt about whether the individual in question is a Politically Exposed Person, the matter must be referred to the Compliance Officer.

The actions of the Manuel Champalimaud Group's Directors and Employees and their behaviour towards politically exposed persons and public agents must be governed by strict standards of impartiality and integrity and by the conduct laid down in the Manuel Champalimaud Group's Code of Conduct.

This clause extends to close family members of politically exposed persons and public officials.

7. Political contributions

This Policy prohibits the Manuel Champalimaud Group, its Directors, and Employees, as well as third parties from making any political contribution, including to any political party or candidate for political



office, by or on behalf of the Manuel Champalimaud Group. Nonetheless, the Manuel Champalimaud Group recognises the right of its employees and directors to make political contributions as individuals and dependent on their personal capacities. To be permitted, it must be clear that they are not representing the Manuel Champalimaud Group in doing so and that such contributions are not against the values, principles, and internal policies of the Manuel Champalimaud Group.

For the purposes of managing and evaluating potential conflicts of interest or potential breaches of the Manuel Champalimaud Group's values, any political contribution made on an individual basis must be duly sent to the Compliance Officer, via e-mail to **compliance@manuelchampalimaud.pt**.

8. Conflict of interest

The Manuel Champalimaud Group's Directors and Employees may not negotiate on their own account or in competition with it, and are also prohibited from accepting, soliciting, offering, or promising personal benefits, advantages or favours by virtue of the position held or duties performed.

There is a conflict of interest when:

- i. A Director or Employee or a Closely Related Person to them acting simultaneously as an interlocutor, member of the administrative or management body of any client, contractor, supplier, service provider or partner of the Manuel Champalimaud Group.
- ii. A Director or Employee acting on his or her own account, when this implies damages to the Manuel Champalimaud Group, or in competition with the Manuel Champalimaud Group.
- iii. A Director or Employee or a Closely Related Person has a direct or indirect interest in establishing a contractual relationship with any client, contractor, supplier, service provider or partner of the Manuel Champalimaud Group.
- iv. A Director or Employee contracts, pays, contributes, or performs any action that implies an economic benefit for any Closely Related Person who acts as an interlocutor, supplier, contractor, service provider, partner or who is a client of the Manuel Champalimaud Group, directly or indirectly.
- v. A Director or Employee obtaining a personal benefit from a Third Party as a result of the former's position or duties in the Manuel Champalimaud Group or the assignment of business to the Manuel Champalimaud Group.



- vi. A Director or Employee supervising, analysing, or influencing the professional assessment of any of his/her relatives or friends who are employees of or provide services for the Manuel Champalimaud Group, directly or indirectly.

The Directors and Employees of the Manuel Champalimaud Group, whenever a conflict of interest arises, are bound to comply with the internal procedures outlined in the Policy for the Prevention and Management of Conflicts of Interest.

9. Third parties

Third parties conducting business with or on behalf of the Manuel Champalimaud Group must act with the highest level of commercial, professional, and legal integrity.

Any Manuel Champalimaud Group Employee seeking to establish a business relationship between any Manuel Champalimaud Group company and a Third Party must do so based on the internal rules and policies established within the Manuel Champalimaud Group and, before engaging that Third Party, avoid potential conflicts of interest and observe the following criteria:

- i. There must be a legitimate need for the services or goods to be purchased.
- ii. The price charged for services and/or goods must correspond to market value, unless there is a legitimate reason, duly justified and approved by the competent body, for it not to be so.
- iii. The third party must be considered appropriate from the perspective of the degree of exposure to the risk of corruption (*due diligence*).
- iv. Contracts should be required to include clauses that expressly prohibit corrupt or corruption-related practices or, alternatively, to include an anti-corruption agreement. A copy of this Policy should be attached to the contract or anti-corruption agreement and become an integral part thereof.
- v. This Policy must be sent to existing suppliers and service providers, who must be made aware of it by expressly stating so in writing.

10. Facilitation payments

This Anti-Corruption Policy prohibits Directors, Employees or Third Parties from making facilitating payments on behalf of Manuel Champalimaud Group companies, regardless of their circumstances.



11. Books and records

Manuel Champalimaud Group companies are required to keep complete and accurate books, accounts, and records.

In compliance with applicable legislation, the Group must keep accurate financial documentation reflecting its operations. Confidential, unrecorded, and uninformed transactions are prohibited.

12. Disclosure and training

This Policy shall be made available to the members of the governing bodies and other Employees via the Intranet and delivered via e-mail, or alternative formats deemed necessary to reach all Employees. It will also be made available to third parties representing the Manuel Champalimaud Group or establishing contractual relations with any of the companies included therein.

This Policy is included in the Manuel Champalimaud Group's training plan and programme, which all Directors and Employees must attend.

13. Implementation and monitoring of the Anti-Corruption Policy

The Manuel Champalimaud Group maintains a system of internal control and monitoring of its operations, which must be adjusted to the risks of corruption and conflict of interest specific to the activity carried out by each Manuel Champalimaud Group company, identified in the Plan for the Prevention of Risks of Corruption and Related Offences (PPR).

The management bodies of the Manuel Champalimaud Group companies are responsible for promoting the implementation of appropriate procedures and control systems for monitoring compliance with this Policy.

The Compliance Officer is responsible for monitoring compliance with this Policy.

The Manuel Champalimaud Group draws up an annual internal report containing all the breaches of the Code of Conduct that have been reported and identified.

14. Non-compliance

Breach of any of the rules set out in this Policy may have a detrimental impact and cause damage to the Manuel Champalimaud Group and its Directors and Employees.



In addition, breach of these rules may result in the Employee or Director incurring disciplinary and/or criminal liability and being held civilly liable for any damages and/or losses suffered by the Manuel Champalimaud Group.

15. Internal complaint

It is the responsibility of all Manuel Champalimaud Group Directors and Employees to ensure compliance with this Policy.

Breaches of this Policy, whether inadvertent or not, must be reported immediately through the Internal Whistleblowing Channel, under the terms set out in the Regulation on Reporting Irregularities. Failure to report is considered a breach of this Policy and may lead to disciplinary proceedings, and in cases involving authorities, it may lead to involvement in prosecution.

In case of doubt, Employees should always contact the Compliance Officer for any clarification.

16. Reporting to the competent authorities

The prevention of corruption and related offences involves making each Director and Employee aware of the culture of respect for the legal principles on corruption and related offences, as well as the negative consequences for the Group resulting from failure to comply with these principles.

Crimes of corruption and related offences are public crimes and, as such, the authorities are required to investigate from the moment they become aware of them, whether through a complaint or in any other way.

The Manuel Champalimaud Group shall report to the competent judicial authority any suspicions of the commission of corruption or any related offences that come to its attention.

Under no circumstances will any infringement of this Policy be tolerated, and the Manuel Champalimaud Group reserves the right to take legal action to protect its rights, including initiating disciplinary, civil, or criminal proceedings.

17. Approval, publication, and validity

This Policy is valid after approval by the Board of Directors of Manuel Champalimaud SGPS, S.A.

This policy comes into force and is applicable to all Group companies, taking full effect after the date of its publication.

