

POLICY TO PREVENT MONEY LAUNDERING AND TERRORIST FINANCING

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Através de Gerações

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1. Purpose and Scope

The Manuel Champalimaud Group conducts its business based on high standards of integrity and transparency, rejecting any illicit activity and illegitimate sources of income.

This Policy for the Prevention of Money Laundering and Terrorist Financing ("**Policy**") is framed and defined by the legal and regulatory framework for the prevention of money laundering and terrorist financing, namely those provided for by Law no. 83/2017 of August 18, the Portuguese Securities Market Commission ("CMVM") Regulation no. 2/2020, in the Regulation of the Portuguese Public Markets, Real Estate and Construction Institute ('IMPIC') no. 603/2021 and in the Regulation of the Portuguese Food and Economic Safety Authority ('ASAE') no. 1191/2022, which establish the General and Specific Duties to Prevent and Fight Money Laundering and Terrorist Financing.

The purpose of the Policy is to apply policies, procedures and controls that are appropriate for the prevention, detection and response to money laundering and terrorist financing operations in transactions carried out within the scope of the Manuel Champalimaud Group's activity.

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., and 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. **"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.
- g. **"Beneficial Owner"** means the natural person who ultimately owns or controls the client or the natural person on whose behalf a transaction or activity is carried out;
- h. **"Money Laundering"**: the process by which the perpetrators of criminal activities conceal the origin of illicitly obtained assets and income, transforming the liquidity from these activities into legally reusable capital, by concealing the origin or the true owner of the funds.

Illicitly obtained income is typically related, *inter alia*, to the commission of crimes such as drug trafficking, influence peddling, undue receipt of an advantage, corruption, embezzlement, economic participation in business, fraud, tax fraud.



The money laundering process comprises three stages:

1. **Placement:** assets and income are placed in the financial and non-financial circuits, for example through deposits in financial institutions or investments in profitable activities and high value assets.
 2. **Circulation:** goods and income are subject to multiple and repeated operations (e.g. transfers of funds) with the purpose of distancing such goods and income from their criminal origin, eliminating any trace of their origin and ownership.
 3. **Integration:** goods and income that have already been recycled are reintroduced into legitimate economic circuits by being used, for example, to purchase goods and services.
- i. **"Terrorist financing"** means the provision, collection or holding of funds or property, directly or indirectly, with the intention that they should be used, or in the knowledge that they will be used, in whole or in part, in the planning, preparation or perpetration of terrorist acts or any other act intended to cause death or serious bodily injury to a civilian or to any person not taking a direct part in hostilities in a situation of armed conflict, where the purpose of such an act, by its nature or context, is intended to intimidate a population or to compel a government or an international organisation to perform or refrain from performing any act.
- Unlike in money laundering, where the fundamental purpose is to conceal the origin of the funds, in terrorist financing one of the financiers' intentions is to conceal the purpose for which the funds are intended. In this way, the funds used to finance terrorism can have a licit or illicit origin.
- j. **"Business Relationship"**: any relationship of a business, professional or commercial nature between the Manuel Champalimaud Group and its clients which, at the time it is established, is or is expected to be long-lasting, tends to be stable and continues over time, regardless of the number of individual operations that are or will be part of the established relationship framework.
- k. **"Occasional Transaction"**: any transaction carried out by the Manuel Champalimaud Group outside the scope of an established Business Relationship, characterised by the fact that it is expected to be an occasional occurrence.

3. Application

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



4. Limits on cash payments

Directors and Employees who reside in Portugal are prohibited from paying or receiving cash payments in transactions of any kind involving amounts equal to or greater than €3,000 (three thousand euros) or its equivalent in foreign currency.

Directors and Employees who are not resident in Portugal, when not acting as businessmen or traders, are prohibited from paying or receiving cash payments in transactions of any kind involving amounts equal to or greater than €10,000 (ten thousand euros) or its equivalent in foreign currency.

Manuel Champalimaud Group companies and Third Parties, whether they are IRC (corporate tax) or IRS (personal income tax) taxpayers who have or must have organised accounts, are prohibited from making cash payments of more than €1,000.00 (one thousand euros).

5. General preventive duties

Under the terms and for the purposes of Law no. 83/2017, of August 18, the Manuel Champalimaud Group complies with preventive duties regarding money laundering and terrorist financing (ML/TF), namely:

a) Duty of control:

The Manuel Champalimaud Group has, and ensures the effective application of, appropriate procedures and controls for the effective management of the risks of money laundering and terrorist financing, and compliance with the legal and regulatory standards on the prevention of money laundering and terrorist financing, which are proportionate to the nature, size and current activity of the companies that make up the Manuel Champalimaud Group.

The Manuel Champalimaud Group must equip itself with appropriate control mechanisms, with differentiated application according to the risk that the counterparties/transactions represent for the Manuel Champalimaud Group, with the purpose of promoting (i) early identification of Money Laundering and Terrorist Financing operations and (ii) the prevention of breaches to the restrictive measures issued by a competent international entity.

b) Duty of identification and diligence:

The Manuel Champalimaud Group must fully identify the client, supplier, and other business partners with whom it carries out commercial activities (KYC), as detailed in chapter 6 of this Policy.



The Manuel Champalimaud Group must confirm and identify in advance the Beneficial Owner of the legal persons with whom it has dealings within the scope of its activity. This way, the Manuel Champalimaud Group should only deal with clients, suppliers and other business partners who carry out legitimate business activities, who use lawfully obtained funds, and for whom no restrictive measure approved by the United Nations Security Council and/or the Council of the European Union has been applied;

Whenever the Manuel Champalimaud Group establishes a Business Relationship, carries out an Occasional Transaction, carries out operations or relates to high-risk third countries, it must obtain additional information on the clients, representatives, Beneficial Owners, and on the relevant operations.

Whenever clients, their representatives or Beneficial Owners are Politically Exposed Persons, as defined by law, the Manuel Champalimaud Group must identify this status, and adopt the necessary measures to demonstrate the origin of the relevant assets and funds, as described in chapter 6 of this policy.

c) Examination duty:

The Manuel Champalimaud Group undertakes to analyse with special care and attention - intensifying the degree and nature of its monitoring - any conduct, activities, or operations whose characterising elements make them likely to be related to funds or other assets originating from criminal activities or related to the financing of terrorism.

d) Duty of communication:

Whenever it is known, suspected, or there are reasons to suspect that certain funds or other assets, regardless of the amount or value involved, come from criminal activities or are related to the financing of terrorism, this fact must be immediately notified by the Manuel Champalimaud Group to the Central Department of Investigation and Criminal Action (DCIAP - *Departamento Central de Investigação e Acção Penal*) and to the Financial Information Unit (UIF - *Unidade de Informação Financeira*) of the Portuguese Criminal Police.

e) Duty to abstain:

The Manuel Champalimaud Group shall also refrain from carrying out any operation or set of operations, present or future, which it knows, or suspects, may be associated with funds or assets originating from, or related to, criminal activities or the financing of terrorism, and shall immediately report it.



f) Duty to refusal:

The Manuel Champalimaud Group shall refuse to enter into business relations or to carry out occasional transactions if it fails to obtain, or the counterparty fails to provide, the identification details and the respective supporting evidence required to identify and verify the identity of the capital holder of the company with which it enters into business or in which the investment is made, its representatives, and beneficial owners.

g) Duty to co-operate:

The Manuel Champalimaud Group assumes the duty to co-operate promptly and fully in any steps that may be necessary, following any request from the competent authorities.

To this end, it shall respond fully, within the time limit set and by secure means, to requests for information made by the competent authorities.

h) Duty of non-disclosure:

At no time may the Manuel Champalimaud Group or any of its Employees disclose to the Third Parties involved that communications have been or shall be made to the competent authorities, or that internal or judicial investigations are underway, except as provided by law.

i) Duty of care:

The Manuel Champalimaud Group shall keep all documents relating to ML/TF obligations for a period of 7 years from the identification of the client or the termination of the Business Relationship, and they shall be filed in a durable medium that allows easy access and examination.

The Manuel Champalimaud Group must record all transactions carried out in a digital record system.

j) Training obligation:

The Compliance Department shall organise adequate training on the topics covered by these guidelines, with particular attention to employees who deal with Third Parties in the course of their duties.

There are certain factors that could indicate a high risk pertaining to the client, and which the Manuel Champalimaud Group should pay attention to:

(i) Foreign clients.

(ii) Clients with links to countries with a high risk of corruption or criminal organisations.



- (iii) Politically exposed people.
- (iv) The client tries to reduce the value of the transaction to a specific value by trying to subtract the operation from the application of the ML/TFP standards.
- (v) The client is mentioned in the news in connection with illegal activities or suspected of committing crimes.
- (vi) Client subject to restrictive measures by the UN and/or the European Union.
- (vii) The client refuses to provide personal data linking him/her with the ownership of goods or the data of the Beneficial Owner.
- (viii) Transactions where payment is made through third parties involved in the process.

6. Identification duty (KYC)

The Manuel Champalimaud Group must request and retain the identification details of its clients, as well as proof of the identification details, creating a **Know Your Client (KYC)** process.

In the case of natural persons, the following identifying information should be requested: photograph, full name, signature, date of birth, nationality as stated on the identification document, type, number, expiry date and issuing body of the identification document, taxpayer number (NIF) or, where there is no tax identification number, the equivalent number issued by a competent foreign authority, profession and employer, if any, full address of permanent residence and, where different, tax residence, place of birth; and other nationalities not stated on the identification document.

In the case of legal persons or collective interest centres without legal personality, the following identifying information should be requested: name, object, full address of the registered office and, where applicable, of the branch or permanent establishment, as well as, where different, any other address of the main places of business, legal person identification number or, where one does not exist, an equivalent number issued by a competent foreign authority, identity of the shareholders and holders of voting rights equal to or greater than 5 /prct, identity of the members of the board of directors or equivalent body, as well as other relevant senior executives with management powers, country of incorporation, CAE code (standard industrial classification code), institutional sector code or other code of a similar nature, if any.



In the case of client representatives, the document authorising such persons to act on their behalf should be requested.

In the event that the above-mentioned identification elements and the respective means of proof are not presented, the Manuel Champalimaud Group undertakes to refuse to enter into business relations, carry out occasional transactions, or carry out other operations with the Client in question.

If the business relationship or occasional transaction involves a factor that may indicate a high risk, as identified in the previous chapter, and the Manuel Champalimaud Group wishes to continue with the operation or relationship, enhanced due diligence must be carried out, which may include obtaining additional information, intervening at a higher hierarchical level and/or carrying out monitoring on the client more frequently.

7. Reporting irregularities

If the Employee identifies or becomes aware of any suspicious element associated with an operation carried out, or expected to be carried out, by any company of the Manuel Champalimaud Group, he/she should immediately contact the Compliance Officer, using the e-mail **compliance@manuelchampalimaud.pt**.

To this end, the Manuel Champalimaud Group has an internal whistleblowing channel for reporting complaints and irregularities that occur in the Group's companies regarding the prevention of ML/TF.

In addition, reports of complaints and irregularities can be submitted in writing and/or verbally to the Ethics Committee, and the reporting person can provide identification or remain anonymous. These written reports of complaints and irregularities should be sent to the following e-mail address: **etica@manuelchampalimaud.pt**. They will be analysed by the Ethics Committee.

The Manuel Champalimaud Group ensures the confidentiality of the communications made, as well as the rights of both the whistleblowers and accused persons.

The Manuel Champalimaud Group also guarantees that whistleblowers and all those who provide information within the scope of the investigations carried out, who act legally, will not be harmed in any way, and will not be subject to disciplinary proceedings or any retaliatory measures, unless they act maliciously, namely by giving false testimony.



8. Monitoring

The Compliance Department, through the Compliance Officer, is responsible for duly monitoring the implementation of this Policy and its controls, is responsible for ensuring that the clients subject to the Manuel Champalimaud Group's diligence are properly monitored. In addition, the purpose of monitoring is to ensure that the necessary measures are implemented and are in line with the best international practices relating to management systems for the prevention of money laundering and terrorist financing.

9. Compliance Officer

The Manuel Champalimaud Group appoints a Compliance Officer who will monitor compliance with the regulatory framework in terms of preventing ML/TF, and who will report to the Executive Committee.

Nevertheless, it is the Group's Directors and Employees who are responsible for ensuring that the policies, procedures, and controls are implemented, taking the necessary steps to do so.

10. 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 shall 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.

11. Non-compliance

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

In addition, breach of these rules may constitute a disciplinary offence and/or criminal offence, punishable, under the law, by disciplinary and/or criminal proceedings against the offender. In the event of damage to the Manuel Champalimaud Group as a result of such a breach, the offender shall also be held civilly liable for the damage caused.



In the event of non-compliance with the Policy involving a Third Party, in addition to the Third Party being held civilly and/or criminally liable, the Manuel Champalimaud Group may terminate the contractual relationship hitherto maintained between the two parties.

12. Data protection and processing

The Manuel Champalimaud Group processes personal data and the respective supporting documentation necessary for the fulfilment of the duties to which it is bound in this regard, for the exclusive purpose of preventing ML/TF, adopting the necessary security measures to ensure the effective protection of the information and personal data processed, under the terms of European and national legislation.

13. Approval, publication, and validity

This Policy is valid after approval by the Board of Directors of Manuel Champalimaud SGPS, S.A. This Policy shall come into force and apply to the entire Manuel Champalimaud Group, producing full effect after the date of its publication.

