

CODE OF ETHICS AND RESPONSIBLE PRACTICES



DFGRUPO

nourishing the future

Message from Carlos Delso, Chairman of DFGRUPO

The Group's Board of Directors have developed this Code of Ethics and Responsible Practices to give all employees guidance on the values and principles we apply in our business activities. This Code is the highest internal standard for the Principles, Values and Behaviours that must govern the exercise of our activity within the Group. The work, individual or collective, of all the members of the company, shapes our corporate culture and is a key part of how we work together and the success of the company.

*Furthermore, this Code allows us to show our suppliers, customers, partners and society in general, the philosophy and culture ingrained in **DFGRUPO**, underscoring our commitment to ethics and compliance with the Law.*

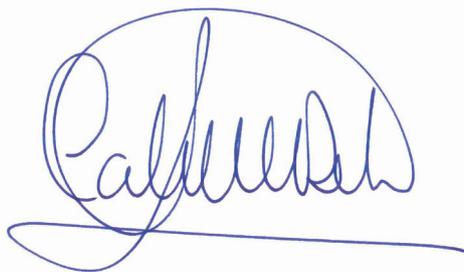
Although I am sure that everyone adheres to these basic rules, you should nonetheless read the entire Code and apply it, because it would be unacceptable for violations of the Code or acts outside the law to be committed within the Group.

If you have any questions, please do not hesitate to consult any member of the Board.

*Our principles are very simple and are very commonsensical. Let's apply them in everything we do and ensure a sustainable future for **DFGRUPO**.*

Yours sincerely,

Carlos Delso



CODE OF ETHICS

1. Introduction
2. Purpose and object
3. Subjective scope of application
4. Basic values and principles of compliance
5. Honesty and transparency
6. Policy for use of computer resources, the Internet and e-mail
7. Audit and accounting
8. Gifts, benefits and advantages policy
9. Privacy and confidential information
10. Penalty regime
11. Training
12. Entry into force and dissemination
13. Review and update
14. Persons responsible for compliance with the Code of Ethics

1. INTRODUCTION

The Code of Ethics of **DFGRUPO** is the highest internal standard that sets out the principles, values and conduct governing the individual professional practice of all members of the company, as well as their collective integration into the Group's culture.

Both, the specific provisions contained in this Code, and the principles and values underpinning it, form the backbone of **DFGRUPO** as a business. As the Code is a key part of how we work together in the company, it is important to adhere strictly to it.



2. GENERAL PRINCIPLES

This Code of Ethics expressly states the values, principles and conduct required of all members of **DFGRUPO** in the performance of their professional activity, respect for and compliance with Human Rights, environmental regulations, labour rights and the complete integration of our entire workforce — employees performing all sorts of different functions, with their individual features, and very diverse — into the corporate culture.

This Code lays down a code of ethics for all managers, directors, employees and any person who works together with us, provides services and is related or linked to **DFGRUPO** for the purpose of controlling and preventing any type of illegal, criminal or fraudulent act, regardless of its nature.

By this means, **DFGRUPO** aims to achieve the following:

- To disseminate the values, principles and objectives of the company in accordance with respect for human and social rights.
- The participation and integration of all employees and partners in the obligation to accept, respect and apply this Code.
- To help prevent, detect and remove any irregular behaviour, to maintain and safeguard the values and good name of **DFGRUPO**.

“The implementation of this Code demonstrates DFGRUPO’s commitment to ethics, equality and honesty”



3. SCOPE OF APPLICATION

The Code applies to the Board of Directors, Management Committee, directors, executive directors, production centre directors, logistics centre directors, representatives, proxies, advisers, consultants, permanent and temporary staff, sub-contracted personnel, auditors, suppliers, as well as, in general, any person or entity with whom the Group companies have a contractual or pre-contractual business, employment or administrative relationship.

Everyone has the duty to know, comply with and apply the Code of Ethics. Consequently, we must all respect the values, principles and rules set forth in the Code, both in our internal professional relations with **DFGRUPO** and in our external relations with customers, suppliers, competitors, public administrations, the State and communities in general.

Consequently, **DFGRUPO** must ensure that any persons or entities that have a business or employment relationship with it, or that have links, dealings or ties with it, are aware of this Code.



4. CORE VALUES AND COMPLIANCE PRINCIPLES

4.1. Respect for people

In **DFGRUPO**, the basic value that governs the company and its actions is respect for the dignity of all people, purely by virtue of the fact that they are human beings. It is especially important to respect the dignity of all persons who are part of **DFGRUPO**, its customers, suppliers and, in general, respect for the dignity of any person who has had, has or may have a relationship with the company.

- **DFGRUPO** prohibits harassment, abuse and discriminatory treatment on the basis of race, colour, nationality, religion, political opinion, parentage, age, sex, sexual orientation, status including pregnancy, social and family status, disability, or any other condition or circumstance.
- In particular, it is forbidden to take any reprisals against anyone who reports an act or conduct contrary to law and/or this Code.
- **DFGRUPO** promotes equal opportunities between employees of different sex and nationality, and allows for non-discriminatory access for women to any function within the organisation.
- **DFGRUPO** respects the privacy of employees and shall not interfere with their activities or conduct outside the scope of work in the company, provided that such activities or conduct do not affect the way they discharge their duties within the company, or are in any way detrimental to **DFGRUPO**'s good name or its legitimate interests.
- All employees have the right to sympathise with and belong to a political party, although any activity, membership in a political party and/or financial contribution to it must be strictly personal and must not interfere with their performance of their duties within the company. It is strictly forbidden to link **DFGRUPO** with any political party, or with any elected political official.

“At the heart of the company and its actions is respect for the individual”

4.2. Respect for the environment

In **DFGRUPO**, looking after the environment is one of its core principles of action. This commitment is shown in our most absolute respect for current legislation and regulations on the environment and pollution prevention, the fact that we convey and promote good environmental practices among all our employees, encouraging the rational use of natural resources, and contributing, in short, to the development and well-being of our setting and minimising the environmental impact of our activity.



5. HONESTY AND TRANSPARENCY

Honesty and transparency are two core values for DFGrupo. Being honest and transparent creates greater trust with customers and suppliers, enhances our reputation and reinforces the good name of the company.

Employees are forbidden from engaging in the following practices and actions when discharging their duties for **DFGRUPO**:

- Fraudulent practices or misleading promises.
- Benefiting from possible particular opportunities.
- Bribery, corruption and kickbacks, both in Spain and abroad.
- Using internal information to further individual interests.
- Making contributions to political parties or organisations (the company controls donations to charities, sponsorships and partnerships).
- Money laundering.
- Offering and/or accepting gifts or invitations as part of business activity.

All employees also have the following duties:

- To defend and protect **DFGRUPO**'s reputation, acting responsibly as company employees.
- To handle the internal information at their disposal for them to perform their duties appropriately and carefully, especially when such information is sensitive, strategic or confidential.
- It is strictly forbidden to make false claims or to make untrue statements
- about products or services in offers or advertisements.

“Every one of us must defend and protect the growth of our business and our good name, and thus the future of DFGRUPO”

5.1. Conflicts of interest

All employees are strictly prohibited from benefiting personally from any opportunities that may arise in the course of their professional activities or through the use of **DFGRUPO** assets or information, nor must they seek to benefit third parties with such opportunities.

A conflict of interest is considered to be one that arises between the personal interests of the members of the company, their family members or third parties with whom they are associated, and the interests of **DFGRUPO** in the carrying out of duties in connection with **DFGRUPO**.

If such a conflict of interest situation occurs, the person affected by such conflict must refrain from intervening and/or participating in the negotiation, transaction, project or operation in question.

In particular, they must not unjustifiably and arbitrarily favour **DFGRUPO**'s business relationships with themselves, their family members, or third parties with whom they have direct or indirect personal ties.

Any employee of **DFGRUPO** is prohibited from receiving any gift or advantage, whether monetary or in kind, from customers, suppliers, contractors or subcontractors.

5.2. Protection of **DFGRUPO**'s assets

All persons bound by this Code must always take diligent care of **DFGRUPO**'s property and assets, which may only be used within the scope of the company's workplaces, except for laptops, mobile phones and tablets, which may be used in accordance with the applicable internal regulations. Theft, robbery and carelessness are detrimental to the company and financially damaging to the collective as a whole, and **DFGRUPO** will investigate any such acts very thoroughly.

Employees must invariably observe the internal rules on the use of resources, expenditure policies, security rules and the policy on the use of IT resources, as well as the copyright of the software used by **DFGRUPO**. Programmes not approved by **DFGRUPO** may not be used in Group companies' PCs.

5.3. Relations with the Public Administration

Employees must respect public bodies, providing all the information required, in real time, in a truthful and transparent manner, always acting in accordance with the principles and criteria of good faith.

BRIBES AND KICKBACKS

It is a criminal offence to make monetary payments or other favours to third parties that may directly or indirectly generate any financial benefit for the employee, **DFGRUPO** or third parties. Accordingly, employees are strictly prohibited from offering, giving, soliciting, receiving or accepting money or favours of any kind that produce an advantage of any kind for themselves, **DFGRUPO** or third parties. Any gifts or favours of any kind towards of public officials and employees are expressly prohibited.

This prohibition will not apply to commercial actions which are in accordance with the customs and practices of the market.

TAX FRAUD

Tax fraud, understood as any fraud committed against public finances, regardless of the economic amount involved, in the form of tax evasion or any other form of irregularity that results in damage of any kind to public finances, is strictly prohibited.

ANTI-MONEY LAUNDERING

DFGRUPO undertakes to comply with regulations on anti-money laundering and the prevention of the financing of terrorism and other unlawful activities by implementing procedures and protocols for the prevention and detection of suspicious forms of payment.

If any employee suspects that any act has been perpetrated by any third party, including any customer, agent or business partner, which could constitute a criminal offence or an administrative offence of money laundering or terrorist financing or other illegal activities, they must immediately report it to the Compliance Officers of this Code in order to prevent the reputation, image and good name of **DFGRUPO** from being damaged.

All **DFGRUPO** employees shall ensure compliance with the rules limiting cash payments.

6. POLICY FOR USE OF COMPUTER RESOURCES, THE INTERNET AND E-MAIL

DFGRUPO provides its employees with the necessary computer equipment to carry out tasks which are an inherent part of their job. Such equipment is the exclusive property of **DFGRUPO** and is intended only for uses directly related to employees' tasks.

Employees may use the computer equipment for personal use only in part and, without exception, strictly in accordance with these conditions of use.

Employees who use the company's computer equipment will hereinafter be referred to as 'User', in the singular, or 'Users', in the plural.

DFGRUPO will provide each User with a user name and password with which to access their computer equipment and, where appropriate, the company's Intranet.

DFGRUPO and the IT personnel appointed by it shall be solely responsible for defining the basic hardware and software configuration of the computer equipment, and for managing Internet access.

All information created, stored and/or sent from **DFGRUPO**'s equipment and computer systems is the exclusive property of **DFGRUPO**.

DFGRUPO informs its employees that it may conduct internal controls (computers, e-mail) if it receives a complaint supported by evidence of a breach of the code of ethics, DFGrupo's internal regulations and/or prevailing laws.

7. AUDIT AND ACCOUNTING

DFGRUPO's accounting records must reflect the company's financial position transparently, faithfully and truthfully, observing and following generally accepted accounting criteria, and such information must be recorded in real time and without delay.

Business and accounting documents must be stored and maintained in accordance with the law.

8. GIFTS, BENEFITS AND ADVANTAGES POLICY

It is **DFGRUPO**'s goal to encourage good practice in relation to the promise, offering, giving and/or granting of gifts or benefits by any employee, as well as the receipt of gifts, benefits or advantages from the company's current or potential customers and suppliers.

8.1. Giving gifts and granting benefits or advantages

In general, it is strictly forbidden for employees to give gifts or grant benefits or advantages to third parties, including other staff, outside their own strictly private orbit. Gifts may only be given or benefits or advantages granted in exceptional circumstances, such as anniversaries, commemorations or special dates, and only when they amount to less than three hundred euros (300).

The total value of the gift or the amount of the benefit or advantage as a whole shall be taken into account when calculating the price of the gift or the amount of the benefit or advantage. If several gifts are made and/or several different advantages and/or benefits are granted to the same third party (or related persons) within the same calendar year, the overall sum of all of them shall be taken into account.

Failure to comply with this obligation shall be considered a serious breach of the provisions of this Code of Ethics, with the consequences set out herein.

8.2. Receipt of gifts, benefits and advantages

In general, it is expressly forbidden for employees to receive gifts, benefits or advantages from third parties.

Nevertheless, employees are entitled to receive gifts, advantages and/or benefits at specific times such as anniversaries, commemorations, corporate events, Christmas or other special occasions. The gifts will be handed over to a common fund at the workplace where they are received and subsequently drawn by lot among all employees of the same workplace on a date to be fixed in due course.

Attending corporate recreational, sporting or cultural events organised by customers or suppliers of **DFGRUPO** is also considered to be a gift, and employees will only be able to accept and take part if their line manager approves.

9. PRIVACY

DFGRUPO attaches great importance to protecting the personal data of its employees, customers and suppliers

Therefore, all employees must:

- Report instances of disclosure of confidential information that come to the attention of employees.
- Not use information about the company when their professional relationship with DFGRUPO comes to an end, and return any such information to DFGRUPO. Physical copies - in written or digital form, or otherwise - of sensitive or material information shall be treated as strictly confidential.

9.1. Privacy

DFGRUPO shall process all personal data with the utmost respect for the privacy of the owners of the data, especially with regard to their honour and personal and family privacy, and in strict compliance with the processing of personal data regulations.

In particular, personal data must be processed in a way that is adequate, relevant and not excessive in relation to the scope and specific, explicit and legitimate purposes for which such data have been obtained; the data must be stored in such a way as to prevent unauthorised access and transfer; sensitive data such as that concerning ideology, beliefs and health must be specially protected; and DFGRUPO must make sure that data subjects are able to exercise their rights under personal data protection legislation before it.

9.2. Use of information

The information received from customers, suppliers and employees may only and exclusively be used for the purpose for which it was sent, always with due respect for the regulations in force on this matter and the confidentiality agreements, if any, signed by DFGRUPO.



10. PENALTY REGIME

Should the Code of Ethics be breached, then the parties responsible shall be liable for any damages that such breach may cause to **DFGRUPO**, and their contractual relationship with the company may be terminated. Where an employment relationship exists, such breaches will lead to disciplinary action, including dismissal.

The penalties to be imposed shall be similar to those reflected in the Collective Bargaining Agreement and, where applicable, the Workers' Statute.

Cases of non-compliance with the Code of Ethics include the following:

- Failure to comply with any of the obligations, duties and prohibitions laid down in the Code.
- Inciting third parties to breach the Code.
- Concealing the actions of third parties who have breached, are in breach or will breach the provisions of the Code.
- Failure to cooperate in the investigation undertaken by **DFGRUPO** or by any legal firm or external consultant engaged for that purpose.
- Retaliating against any person who has, in good faith, reported or informed on a breach of the law and/or the Code.

11. TRAINING

Management shall adopt the necessary measures and/or resources to ensure adequate training and information on this Code of Ethics, so as to enable compliance with these Rules, to explain how they work and to provide the cooperation required to achieve a successful culture of respect and compliance.

12. ENTRY INTO FORCE AND DISSEMINATION

It is mandatory to comply with this Code of Ethics from its entry into force, from the day following its delivery by hand, by e-mail or through technological platforms. It must be disseminated to all such platforms and published on the **DFGRUPO** website, so that anybody can read it.

13. REVIEW AND UPDATE

This policy should be periodically verified by updating procedures. It may be amended, if necessary, to be adapted to **DFGRUPO**'s actual situation, especially if its provisions are breached, or when it is necessary to do so due to changes in the organisation, control structure or business activity.

14. PERSONS RESPONSIBLE FOR COMPLIANCE WITH THE CODE OF ETHICS

The following are the persons responsible for compliance with this Code. They must be notified of any irregularities concerning all aspects of this Code, no matter what their nature may be.

- **Blanca Delso** – blanca.delso@dfgrupo.com
- **Javier Delso** – javier.delso@dfgrupo.com
- **Ana Aladrén** – ana.aladren@dfgrupo.com

Sign here:



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