



CRIMINAL RISK DETECTION AND PREVENTION POLICY

May 2018


V 2.1

Change Control Table

Date	Author	Approval	Changes	Version
December 2013	CNCS Approved 28/11/2013	Board of Directors December 2013	Creation	1.0
May 2018	CNCS Approved 28/05/2018	xxx	Regulatory amendments introduced in Organic Law 1/2015 and Circular of the Prosecutor's Office 1/2016	2.0
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I. PURPOSE

The Criminal Risk Detection and Prevention Policy is intended to communicate to all professionals of Alcaliber, S.A. and Alcaliber Investigación, Desarrollo e Innovación, S.L. (hereinafter, Alcaliber), as well as to all third parties related to Alcaliber, the resounding message that it opposes the commission of any illegal criminal act and that it is willing to combat and prevent any possible deterioration of the image and reputation of Alcaliber and, ultimately, the value of the company and the brand.


This Criminal Risk Detection and Prevention Policy constitutes a commitment to permanent vigilance and sanction of fraudulent acts and behaviours, as well as to the maintenance of effective communication and awareness mechanisms for all stakeholders.

The principles of action set forth in this policy constitute the framework for mandatory conduct and behaviour. For the development of this Policy, Alcaliber shall establish, through the Regulatory Compliance Control and Monitoring Committee, a specific and effective Criminal Risk Detection and Prevention Model, all within the framework of the process of review and adaptation to the new regulations imposed by the Spanish Criminal Code, without prejudice to applicable regulations in any other matter and incorporated into the Alcaliber Regulatory Compliance Model

The objective of the aforementioned model is, on the one hand, to guarantee, for third parties and judicial and administrative bodies, that Alcaliber has effectively adopted and carried out appropriate surveillance and control measures to prevent crimes as regards its administrators, executives, employees and other personnel; and, on the other, to reinforce the existing commitment to combating criminal offences in all manifestations.

II. SCOPE

This Criminal Risk Detection and Prevention Policy shall apply to administrators, senior management, employees, partners, and shareholders, (hereinafter, professionals) as well as third parties specified by the Group.

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III. PERFORMANCE PRINCIPLES

Alcaliber assumes the responsibility of establishing, through the Regulatory Compliance Control and Monitoring Committee, as well as the different units that comprise the organization, a Criminal Risk Detection and Prevention Model based on the following principles:

1. To act, at all times, in compliance with current legislation, within the framework established by the Internal Code of Conduct, and within the internal regulations of Alcaliber.

2. To integrate and coordinate the set of systems and actions developed to detect, prevent, and act against any possible commission of illegal criminal acts by any professional or third party related to Alcaliber by defining a model with adequate, effective, and homogeneous standards.


3. To promote an environment and culture in which the principles of crime prevention are carried out while directing and supporting personnel to contribute to the effectiveness of the management system.

4. To establish an effective and adequate organizational structure that ensures effective application of the Criminal Risk Detection and Prevention Model, allocating all necessary financial, human, and technical resources.

5. To describe and evaluate Alcaliber's exposure to criminal risk, with the aim of achieving an accurate view and understanding of all risks in relation to its activity and casuistry, establishing the necessary measures to effectively mitigate said criminal risks.

6. To develop and establish appropriate procedures for control and management of the detection and prevention of criminal risks.

7. To implement in the processes effective, continuous, and updateable controls that enable verification of the criminal risk and identification of potential lack of controls.

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8. To generate an environment of transparency, integrating the different systems developed for the detection and prevention of criminal actions, maintaining adequate internal and external channels to promote communication of possible irregularities, among which includes the complaint channel, which enables professionals and relevant third parties to confidentially report behaviours that may involve a crime or a breach of the Internal Code of Conduct.

9. To incorporate a supervision and surveillance model that guarantees the principle of separation between management and oversight, including, as required, the establishment of appropriate audit and review mechanisms.

10. To implement adequate training programs, in person, online, or any other suitable method, to train and inform Alcaliber professionals as regards the obligations imposed by applicable legislation, with sufficient periodicity to ensure up-to-date knowledge of professionals in these matters.

11. To investigate and sanction fraudulent acts and behaviours. To establish fair, non-discriminatory, and proportional application of sanctions, in accordance with the provisions of applicable legislation at all times as well as the provisions of the disciplinary system developed for specific application for behaviours that may result in criminal activity committed by Alcaliber.


12. To promote the continuous improvement of the Criminal Risk Detection and Prevention Model.

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IV. DEFINITIONS

For the purposes of this document, and the Criminal Risk Detection and Prevention Model, of which this policy is a part, **Criminal Liability of Legal Persons** is understood as that which is a result of crimes committed in their name or on their behalf, and for their direct or indirect benefit, by their legal representatives, or by those, acting individually or as members of a body of said legal entity, who are authorized to make decisions on behalf of said legal entity or have powers of organization and control therein.

Under the same circumstances, legal persons shall also be criminally liable for any crimes committed in the exercise of social activities on their behalf and for the direct or indirect benefit thereof, by those, being subject to the authority of the aforementioned physical persons, committing the acts due to serious non-compliance of the obligations of supervision, surveillance, and control of their activity, given the specific circumstances of each case.

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V. APPROVAL AND MODIFICATIONS

The content of this policy is submitted for approval by the Administrative Management of Alcaliber, S.A. in its session of x of xxxx 2018.

Any content modification must be approved by Administrative Management.