

# CODE OF ETHICS

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## BODEGUES SUMARROCA GROUP

**1st edition - February 2021**



# **Bodegues Sumarroca Group Code of Ethics**

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## *Bodegues Sumarroca Group Code of Ethics*

# **Código Ético del grupo Bodegues Sumarroca**

## **Carta del Presidente**

*Dear Employees and External Workers,*

*The Code of Ethics we present you with here sets out the frame of reference for the type of conduct expected from all of us who work for the Bodegues Sumarroca Group, and also people from outside working with us.*

*It includes the rules and values that have guided us for all these years, serving as the starting point for the way we act and work as a business.*

*Since we began, we have grown, transformed and evolved, but the family identity passed on from generation to generation, and with which we feel fully identified, has been essential in defining the good practices and good governance embodied in the Code of Ethics and in our good conduct.*

*I'd like to stress that this makes the Code a constant, coherent route map which will support us along our way as we develop priorities and principles.*

*It is a document we must all read, understand and respect so we can transfer that spirit into the objectives we set, particularly excellence, sustainability and commitment to people.*



*Bodegues Sumarroca Group Code of Ethics*

*I am convinced that this document can also be a source of inspiration both inside and outside the organisation.*

*It will help us put across our commitment and build relationships based on ethical principles and transparency – ultimately, always adopting a positive attitude in anything we try to do.*

*So I encourage you to read the Code of Ethics and to take its text on board.*

*I would like to thank everyone for continuing to work along these lines.*

A handwritten signature in blue ink, appearing to read 'Carles Sumarroca Claverol', with several horizontal and vertical strokes.

Carles Sumarroca Claverol



## *Bodegues Sumarroca Group Code of Ethics*

# **Bodegues Sumarroca Group Code of Ethics**

## **Presentation**

The Bodegues Sumarroca Group is a Catalan business group consisting of the following companies: Barsedana Inversions SL, Bodegues Sumarroca SL, Selfoods SA, Molí la Boella SL and Gestió Tecnoagraria SL.

Among its most important activities are wine production, the distribution of gourmet food products and the manufacture of premium extra-virgin oils.

To carry out its activities, it has 465 hectares of land distributed among several estates: Molí Coloma in Subirats, Heretat Sabartés in Banyeres de Penedès and Monistrol d'Anoia in Sant Sadurní. In 1999, the former property of the Marquis of Monistrol – the largest estate in the whole county of Penedès – was renamed “Finca Sumarroca”.

As well as winemaking activity, the Bodegues Sumarroca Group carries out activities such as selling *Aranca* preserves, pulses, preserved vegetables and sauces; *Boletus* preserved wild mushrooms; and other premium-quality gourmet products such as *Molí Coloma* oils.

The Code of Ethics is a set of internal rules defining the corporate culture, values and ethical principles of the Bodegues Sumarroca Group and strengthening the guidelines for the conduct of the people forming part of the organisation.



## *Bodegues Sumarroca Group Code of Ethics*

# **Bodegues Sumarroca Group Code of Ethics**

## **Background**

The Bodegues Sumarroca Group has always been committed to carrying out its activities with the highest levels of excellence and business and professional integrity, strictly following the applicable laws and regulations.

In constantly pursuing this aim, the Bodegues Sumarroca Group's priority has been ensuring that ethics and the rules of good governance should apply right across all its companies' management and decision-making processes.

For this reason, and in accordance with the provisions of the applicable regulations concerning compliance with the rules and risk prevention, the Bodegues Sumarroca Group has implemented an Organisation and Management Model to ensure that all its companies operate ethically and in accordance with the law.

As part of the implementation of this Compliance System, the Bodegues Sumarroca Group has developed its Code of Ethics, which included mechanisms to monitor and supervise compliance with the rules internally in all areas. These chiefly consist of the Ethics Committee (also called the Compliance Officer) and the Ethical Channel.



## *Bodegues Sumarroca Group Code of Ethics*

# Bodegues Sumarroca Group Code of Ethics

## Mission and Strategy

### 1. MISSION

The mission of the Bodegues Sumarroca Group is to offer products and services of the highest quality on the market by carrying out ecological, sustainable, innovative and environmentally friendly processes.

### 2. STRATEGY

To achieve this mission, the strategy it has adopted is:

- To manage the production and distribution processes of its products efficiently and professionally, focusing on innovation, using the highest quality raw materials and ensuring all food safety measures operate effectively to provide the maximum guarantees for its products.
- To periodically evaluate its customers' satisfaction and confidence and those of the third parties it has relations with.
- To optimise resources to make efficient, responsible use of them based on principles of ecology and sustainability, taking special care to protect the environment.
- To encourage all people forming part of the Group, as well as third parties it has relations with, to carry out their activities in line with the rules of ethics, good governance and corporate social responsibility.



# **Bodegues Sumarroca Group Code of Ethics**

## **Introduction**

### **1. PURPOSE**

The Code of Ethics constitutes a guide to behaviour establishing the ethical principles, values and rules of conduct applicable to the Bodegues Sumarroca Group intended to ensure responsible behaviour and compliance with applicable legislation by people within its scope, as described in section 2 below.

The purpose of the tool is to ensure the effective implementation of procedures, channels and systems intended to prevent any kind of behaviour that could generate liabilities or the breach of the rules established in this Code and the Law.

The Code establishes general guidelines for behaviour that must be followed by the people included in its scope when they are carrying out professional activities, duties or work for or on behalf of Bodegues Sumarroca Group. It also applies to relationships deriving from their activity, for example when dealing with colleagues, superiors, customers, suppliers and third parties, contributing to creating an ethical compliance culture.



## **2. SCOPE**

The Code applies to all people forming part of the Bodegues Sumarroca Group organisation:<sup>1</sup>

- Workers and managers.
- Representatives.
- Administrators.
- Anyone who has any kind of responsibility.

The Code will also have to be followed by suppliers of goods or services and contractors and subcontractors, in as far as it applies to them.

## **3. SCOPE OF DISTRIBUTION**

The Code of Ethics will be available and accessible to any interested parties via the websites of the various companies in the Bodegues Sumarroca Group.

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<sup>1</sup> Definition of the people forming part of the organisation from the Definitions section of this Code of Ethics.

The Bodegues Sumarroca Group will ensure that all people forming part of the organisation know the Code of Ethics by holding specific training and awareness-raising actions.

It will also promote and incentivise suppliers and third parties to follow the principles established in this text and by law.

## **4. NORMATIVE RANK OF THE CODE OF ETHICS**

The Code of Ethics is the basic, fundamental internal rule inspiring the other internal rules of the Bodegues Sumarroca Group, including the guidelines and obligatory rules of conduct for all people forming part of the organisation. As a result, they must know it and observe it when it comes to carrying out their responsibilities and duties.

In the case of contradiction between any internal rule and the Code of Ethics, the provisions of the Code will take precedence.



## *Bodegues Sumarroca Group Code of Ethics*

The guiding principles intended to inspire the people included in the scope of this Code when carrying out their working and professional activities are as follows:

1. **LEGALITY:** acting in accordance with the applicable laws, rules and regulations, ensuring compliance with the current Spanish and international legislation.
2. **INTEGRITY:** acting honestly and in good faith in accordance with the values, principles and applicable regulations when doing their jobs, without making abusive use of their position to obtain undue benefits.
3. **TRANSPARENCY:** offering the public access to clear, complete, true, objective and up-to-date information about the company's activities.
4. **COMMITMENT:** being committed to people and the environment, adopting the measures necessary for preserving and protecting them.
5. **EQUALITY:** guaranteeing equal treatment for all people, avoiding any kind of discrimination and arbitrary behaviour in making decisions and always acting objectively. True, effective equality between women and men at work will be guaranteed.

## **Bodegues Sumarroca Group Code of Ethics**

### **Guiding Principles**



## *Bodegues Sumarroca Group Code of Ethics*

- 6. SUSTAINABILITY:** guaranteeing that the Bodegues Sumarroca Group's activities do not compromise economic, social and environmental sustainability.
- 7. IMPARTIALITY:** making decisions without taking into account personal opinions and considering the achievement of the Bodegues Sumarroca Group's objectives to be the most important parameter when weighing up circumstances.
- 8. EFFICIENCY:** using the available resources efficiently, rationally and frugally, avoiding excess expenditure that does not add value or have a positive impact on the results and objectives of Bodegues Sumarroca Group, taking into account social and environmental costs and benefits as well as financial ones.
- 9. EXEMPLARY NATURE:** always acting in accordance with the ethical principles established in this Code, contributing to the prestige of the Group's image and reputation.
- 10. INTEGRATION:** any interested person can state their opinions about the organisation, operation or management of the Group or show disagreement with them. Communication channels have been set up to collect suggestions, complaints and opinions.  
Well-founded, relevant complaints, opinions and suggestions will be evaluated to promote higher ethical standards in carrying on the Group's activities.
- 11. INNOVATION:** promoting innovative ideas and constantly investing in research and technological development projects to offer the market top-quality, cutting-edge products.



## *Bodegues Sumarroca Group Code of Ethics*

The rules of conduct that the people within the scope of this Code must observe and respect in carrying out their professional activities are as follows:

### **1. Performance of duties and relationships between people in the organisation:**

#### **1.1. - Compliance with the Law**

As a fundamental commitment, Bodegues Sumarroca Group adopts strict compliance with the principle of legality in carrying out its activities.

In this sense, the rules of conduct people included within the scope of the Code must observe and respect are as follows:

- Ensuring compliance with the applicable laws, considering the spirit and purpose of the rules.
- Observing the provisions of this Code and the internal regulations concerning the procedures governing the Group's activities.
- Fully respecting the obligations and commitments accepted by the Bodegues Sumarroca Group in its contractual relations with third parties.

## **Bodegues Sumarroca Group Code of Ethics**

### **Rules of Conduct**



## **1.2. - Integrity in professional conduct**

The people forming part of the organisation must carry out their professional tasks and duties with integrity, observing the following rules of conduct at all times:

- Carrying out the duties they are asked to perform and those inherent in their post or job with the highest levels of commitment and responsibility, actively cooperating both individually and collectively with honesty, integrity, transparency and efficiency to achieve the objectives set.
- Acting, professionally, diligently, responsibly and efficiently, focusing on excellence, quality and innovation.
- Acting with integrity through loyal, honourable conduct, in good faith, objectively and in line with the interests, principles and values of the Bodegues Sumarroca Group.
- Using the resources available efficiently and rationally, restricting costs and avoiding excess expenditure. The most important principles should be adjusting management to needs and applying resources for the agreed purposes.

- Acting ethically in carrying out their duties and in making decisions so that any action carried out is based on four basic premises:
  - a) The action is ethically acceptable.
  - b) It is legally valid.
  - c) It is in line with the Group's interests and objectives.
  - d) They are prepared to accept responsibility for it.
- Informing the Ethics Committee about the initiation, development and result of any legal, criminal and administrative proceedings involving penalties if someone from the business organisation is investigated, indicted or accused and this could affect the performance of their duties as a professional with the Group or damage its image or interests.

## **1.3. Respect for human and employment rights**

The Bodegues Sumarroca Group declares its commitment to respecting and promoting human and employment rights as recognised in national and international legislation and the principles on which the United Nations' Global Compact is based, providing employment conditions that protect individual dignity.



The rules of conduct that people included within the scope of the Code and the area of influence of the Bodegues Sumarroca group have to observe and respect are as follows:

- Ensuring there is no discrimination due to race, nationality, social origin, age, sex, marital status, sexual orientation, ideology, political opinions, religion or any other personal, physical or social condition, as well as equality of opportunity between the people forming part of the organisation and the third parties they have relations with
- Ensuring equality of treatment and opportunity in terms of access to employment, training, promotion and working conditions, as well as access to goods and services.
- Offering respectful working conditions encouraging cordial relationships between colleagues and a pleasant, healthy, safe working environment.
- Encouraging the professional development of employees, promoting continuous training, innovation and exchanges of knowledge.
- Rejecting any manifestation of violence; physical, sexual, psychological and moral harassment; abuse of authority at work; and any other conduct generating an intimidating or offensive environment.

## *Bodegues Sumarroca Group Code of Ethics*

### **1.4 Food health and safety**

The priority of the Bodegues Sumarroca group is to offer the market healthy, top-quality food products, adopting the control of food safety as a basic commitment throughout the selection of raw materials, the manufacture of products and their sale and distribution.

Concerning food health and safety, the rules of conduct that must be observed and respected by people within the scope of the Code are as follows:

- Strictly observing the rules and preventive measures established in the quality, hygiene and food safety procedures in order to prevent and minimise risks in this area and comply with the provisions of the safety standards required for food products and the applicable legislation.
- Clearly labelling products to show the food information legally required to provide consumers with the correct information.
- Promoting the appropriate measures so that third parties participating in the product supply chain comply with the Group's internal rules and procedures concerning quality and food safety.
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## 1.5. Personal data protection

The Bodegues Sumarroca group declares its commitment to personal data protection in all its forms and respect for the regulations.

The rules of conduct that must be observed and respected by people within the scope of the Code concerning personal data<sup>2</sup> protection are as follows:

Ensuring confidentiality and privacy in the processing of data belonging to people forming part of the organisation, customers, suppliers or third parties, pledging not to reveal such data without the express consent of the data subject, a legal obligation or in accordance with judicial decisions.

Ensuring that the data is captured, used and processed in such a way as to guarantee the right to privacy and compliance with current legislation on personal data protection.

## 1.6. Health and safety at work

The Bodegues Sumarroca Group has a health and safety at work programme and adopts the preventive measures established in current legislation. The rules of

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<sup>2</sup> Definition of data from the Definitions section of this Code of Ethics.

<sup>3</sup> Definition of conflicts of interest from the "Definitions" section of this Code of Ethics.

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conduct people included within the scope of the Code must observe and respect are as follows:

- Observing the rules relating to health and safety at work with particular attention to preventing and minimising occupational risks.
- Ensuring safety in their activities and at their facilities.
- Ensuring suppliers and contractors have and comply with rules and programmes concerning health and safety at work.

## 1.7 Conflicts of interest

The Bodegues Sumarroca Group will consider that there is a conflict of interest<sup>3</sup> in situations where the personal interest of a person from its organisation or an associated person<sup>4</sup> comes directly or indirectly into conflict with the Group's interest. The rules of conduct people included within the scope of the Code must observe and respect are as follows:

- Ensuring independent, professional action not conditioned by serving the general interests of the Group with the maximum effectiveness, efficiency,

<sup>4</sup>Definition of associated person from the "Definitions" section of this Code of Ethics.



objectivity and in accordance with the legislation concerning incompatibility.

- Refraining from participating or continuing with activity when doubts have been raised over whether it involves a conflict of interest. Notifying their hierarchical superior and the Ethics Committee. If there are doubts over whether a particular course of action involves a conflict of interest, the employee should always choose not to follow it.
- Refraining from profiting, for their own benefit or the benefit of an associated person, from information or business opportunities which they have discovered through their work.
- Refraining from using the name of the Bodegues Sumarroca Group or mentioning their position as a professional working for the organisation in order to carry out operations on their own account or for associated persons.

## *Bodegues Sumarroca Group Code of Ethics*

### **1.8 Confidential information**

The Bodegues Sumarroca Group will ensure an environment of trust and loyalty with respect to third parties with whom it has relations, acting diligently to protect their own and third-party confidential information.<sup>5</sup>

For this reason, the rules of conduct people included within the scope of this Code must observe and respect are as follows:

- Maintaining due reserve with regard to facts or information that has come to their knowledge through the performance of their duties, always avoiding leaking information about the group or belonging to it or relating to third parties.
- Providing sufficient means of security and applying the procedures established to protect confidential information stored on physical or electronic media against any internal or external risk of unauthorised access, manipulation or destruction, whether this is deliberate or accidental.

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<sup>5</sup> Definition of confidential information from the "Definitions" section of this Code of Ethics.



- Refraining from revealing confidential information belonging to the Bodegues Sumarroca Group or to third parties or using it for private purposes.

### 1.9 Use of Bodegues Sumarroca Group resources

The Bodegues Sumarroca Group offers the people forming part of its organisation the necessary resources and material suitable for carrying out their professional activities.

The rules of conduct people included within the scope of the Code must observe and respect in terms of use of resources are as follows:

- Using, managing and protecting resources in accordance with the principles of legality, efficiency, effectiveness and austerity, making them compatible with the principle of sustainability.
- Making responsible, legal and secure use of means of communication and IT systems and, in general, any other resources the Group offers them. These are provided for professional, not personal use, and are not suitable for private communication.
- Protecting these resources against unauthorised use and keeping them safe from theft, loss, damage and illegal or inadequate use.

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- Refraining from exploiting, reproducing, replicating or transferring the Group's IT and the technological system and applications for purposes not related to the Group.
- Refraining from installing or using programs or applications on the IT equipment which would be illegal or could damage the systems or harm the image or interests of the Group, its customers or third parties.
- The Bodegues Sumarroca Group holds the rights to use and exploit the IT programs and systems, equipment, manuals, videos, projects, studies, reports and other works and rights created, developed, perfected or used by the people forming part of its organisation as part of their professional activity.

### 1.10. Prevention of corruption

The Bodegues Sumarroca Group shows firm commitment against corruption and, in particular, against practices that could be considered irregular in the course of its relationships with customers, suppliers, authorities, etc, including those relating to fraud and money-laundering.

The rules of conduct that must be observed and respected by people within the scope of the Code concerning the prevention of corruption are as follows:



- Identifying and notifying their hierarchical superior and the Ethics Committee of the existence of any fraudulent activities<sup>6</sup> they become aware of.
- Adopting the appropriate compliance measures such as identifying customers and suppliers and cooperating with the competent authorities in accordance with the applicable laws concerning the prevention of money-laundering<sup>7</sup> in operations or activities where a risk is perceived.
- Refraining from giving or accepting gifts, donations or favourable treatment<sup>8</sup> of any kind to or from individuals or public or private bodies.

## 2. Environmental protection:

### 2.1. Environmental commitment

In carrying on its activities, the Bodegues Sumarroca Group accepts the protection of the environment as a basic commitment.

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<sup>6</sup> Definition of fraudulent activities from the "Definitions" section of this Code of Ethics.

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Respect for the land and for the vineyards and countryside has led Bodegues Sumarroca, SL to obtain organic vine certification, which means that its wines bear the seal of the Catalan Council for Organic Agricultural Production (CCPAE).

In addition, Bodegues Sumarroca, SL, Moli la Boella, SL and Selfoods, SA have joined the Biosphere sustainable tourism programme, which includes carrying out activities with the minimum negative impact on the environment.

The rules of conduct people included within the scope of this Code must observe and respect on this matter are as follows:

- Carrying out their activity based on respect for and protection of the environment, promoting the good practices established in the applicable environmental regulations.
- Minimising the impact of its activities and facilities on the environment and natural surroundings, taking into account the progress of scientific research, specifically:
  - a) Reducing the environmental impact of the activities carried out.

<sup>7</sup> Definition of money-laundering from the "Definitions" section of this Code Of Ethics.

<sup>8</sup> Definition of favourable treatment from the "Definitions" section of this Code of Ethics.



- b) Minimising waste and pollution.
- c) Preserving natural resources.
- d) Promoting energy saving.
- e) Raising awareness and training the whole team on points to be considered in order to work together for sustainability.

## 2.2. -Sustainability and ecology

The Bodegues Sumarroca Group is committed to sustainability and the use and manufacture of local, organic products.

The Group's involvement in sustainability and environmental protection has led it to participate in the programme "ACO2rds Voluntaris de la Generalitat de Catalunya i de l'Oficina Catalana del Canvi Climàtic" intended to carry out actions to reduce greenhouse gas emissions.

The Bodegues Sumarroca Group is constantly searching for distributors offering more sustainable terms when it comes to packaging and waste reduction.

In terms of sustainability, the Group has set the following objectives:

- Promoting the organic running of the estates, as well as implementing increasingly natural techniques.

### *Bodegues Sumarroca Group Code of Ethics*

- Prioritising the use of ecological, recyclable and environmentally friendly raw materials.
- Continuing to innovate in technological improvements to save energy and always purchasing equipment and machinery that meets maximum efficiency levels.
- Having ecological advertising and promotion products and reducing the use of paper and plastic.
- Holding internal training and courses for workers on this issue.

## 3. Customer relations:

### 3.1. - Quality

The Bodegues Sumarroca Group has committed itself to offering top-quality products and services. The rules of conduct people included within the scope of this Code must observe and respect on this matter are as follows:

- Making all resources available so that the people it has relations with are given proper attention to their needs, with respect, efficiency and the highest quality, exceeding expectations in relation to the products and services offered.



- Requiring suppliers and contractors to meet the quality standards set by the Group and to behave ethically and follow the principles of this Code.

### **3.2. - Transparency, information and clarity**

The Bodegues Sumarroca Group will act with maximum transparency and will provide the necessary information whenever possible. The rules of conduct people included within the scope of this Code must observe and respect on this matter are as follows:

- Applying criteria of transparency, information and consumer protection, offering quality of product and services equal to or better than the legally established quality requirements and standards, competing in the market and not attempting to obtain unfair advantages over its competitors.
- Drawing up contracts and publicising products and services simply and clearly, in accordance with the applicable regulations, without resorting to evasive, incorrect or incomplete practices, to ensure that distributors, customers and consumers have all the relevant information before purchasing them.

### **4. Relations with suppliers, distributors and external workers:**

The Bodegues Sumarroca Group considers its suppliers, distributors and external workers as indispensable for achieving its objectives and improving the quality of the products it offers.

For this reason, they must receive fair, respectful treatment from the group and they also need to work in line with this Code, complying with its principles and ethical values. The rules of conduct people included within the scope of the Code must observe and respect are as follows:

- Ensuring that suppliers of goods and services and contractors adhere to the ethical values, principles and rules of conduct included in this Code.
- Encouraging suppliers of goods and services and contractors to have their own Code of Ethics, as this may be a future requirement.
- Ensuring that suppliers of goods and services and contractors are up to date with their tax, employment and social security obligations.



#### **4.1. -Supplier selection and approval**

When selecting suppliers:

- Objective and impartial criteria will be applied, respecting the principles of equality of opportunity and free competition and avoiding any conflict of interest or favouritism in the selection.
- The achievement of the required quality standards, the sustainability of processes and the protection of the environment will be prioritised in carrying out its activities, together with professional integrity and compliance with the law and with the Bodegues Sumarroca Group's ethical principles.

#### **5. Relations with the market:**

The Bodegues Sumarroca Group is committed to competing fairly in the market. The rules of conduct people included within the scope of the Code have to observe and respect are as follows:

- Not producing advertising that is misleading or denigrates competitors or third parties.
- Obtaining information about third parties legally.
- Encouraging and promoting free competition.
- Complying with competition protection regulations and avoiding any behaviour that constitutes or could constitute collusion, abuse or restrictions on competition.



## **6. Relations with public bodies:**

The Bodegues Sumarroca Group accepts the commitment to conduct its relations with the authorities and public administrations in line with the principles of cooperation and transparency, complying with orders from the authorities and cooperating with public institutions.

The rules of conduct people included within the scope of this Code must observe and respect in this area are as follows:

- Acting under the principles of cooperation and transparency.

Providing truthful, adequate, useful and congruent information about their business, operations and actions.

## **Bodegues Sumarroca Group Code of Ethics**

### **Mechanisms for Monitoring and Supervising Compliance with the Code of Ethics**



## *Bodegues Sumarroca Group Code of Ethics*

### **1. Ethics and Regulatory Monitoring Committee – Compliance Officer**

The Bodegues Sumarroca Group has an Ethics and Compliance Committee, also called the Compliance Officer, which has powers over regulatory compliance and the prevention, supervision and monitoring of conduct that breaches the Code of Ethics, internal regulations and the applicable laws.

If there are any doubts over the application of this Code of Ethics, a communication mechanism called the “Ethical Channel” is available to any interested person. This is accessible via a special page on any of the Group’s websites.

Queries and notifications made via the Ethical Channel will be dealt with by the Ethics Committee.

An e-mail address is also available for the purpose: *compliance@sumarroca.com*.

#### **1.1. Duties**

The main duties of the Ethics Committee are as follows:

- To publicise the Code of Ethics among people in the organisation and third parties with whom it has relations, raising awareness of corporate ethics.
- To ensure compliance with the Code of Ethics.
- To generate a preventive compliance culture based on the principle of zero tolerance of acts contrary to the Code of Ethics and the Law.
- To promote ethical values and responsible behaviour among all people included within the scope of the Code, regardless of their position in the hierarchy.
- To ensure that the internal regulations of the Bodegues Sumarroca Group are adapted to the commitments accepted in this Code.
- To answer questions and suggestions and responding to any queries made concerning the interpretation and application of the Code of Ethics.
- To promote measures and training activities and prevent actions contrary to ethical values, good governance and the rules of conduct included in the Code of Ethics.
- To receive, classify and properly manage communications relating to possible breaches of the Code of Ethics, coordinating the necessary internal research and investigation work as appropriate.



- To draw up recommendations and propose improvements in ethical management and the application of ethical principles.
- To promote measures to correct actions contrary to the Code of Ethics.

### **1.2. - Composition**

The Ethics and Compliance Committee is a collegiate body consisting of people with an interest in ethical issues and with knowledge of the Bodegues Sumarroca Group.

It consists of a maximum of four people belonging to different areas and appointed by the administrative body.

The members of the Ethics and Compliance Committee hold their posts indefinitely, although they can be replaced at any time by agreement of the administrative body, which will supervise the application of the criteria of independence and absence of conflicts of interest.

## **2. Ethical Channel:**

A computerised communication mechanism called the “Ethical Channel” is available to any interested person via the special Ethical Area of the websites of the Bodegues Sumarroca Group.

An e-mail address is available for the purpose: [compliance@sumarroca.com](mailto:compliance@sumarroca.com).

The Ethical Channel will be subject to strict confidentiality rules in all its actions in relation to everyone involved, both notifiers/whistle-blowers and people whose conduct or actions may be mentioned.

However, a whistle-blower’s details may be provided to the administrative or legal authorities if they request them.

### **2.1. - Types of communications**

The Ethical Channel is a route for passing on queries and suggestions of all kinds in the area of ethics, as well as details of any incident, irregularity, malpractice and non-compliance within the Bodegues Sumarroca Group. This includes any action which:



- Generates doubts over the application or interpretation of the Code of Ethics.
- Can be considered to give rise to an ethical dilemma.
- Involves a risk to the reputation and image of the Bodegues Sumarroca Group or any of its companies.
- Is contrary to the general principles of action and ethical values that must be complied with described in the Code of Ethics, other internal regulations and the Law.

Communications using this channel must be truthful. Under no circumstances is the communication of false information permitted.

## **2.2. - Informing principles**

The people forming part of the organisation of the Bodegues Sumarroca Group must ensure compliance with the Code of Ethics and the Law and they must immediately report, via the Ethical Channel, any suspicious action that could amount to an incident, irregularity, malpractice or breach so that the problem is known and can be resolved.

## **3. Breaches of the Code of Ethics:**

Any breach of the regulations and obligations established in this Code of Ethics will be punishable by the Bodegues Sumarroca Group, without prejudice to any legal action it may also take against the offender if the breach is considered serious.



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# **Bodegues Sumarroca Group Code of Ethics**

## **Acceptance**

People included within the scope of this Code of Ethics must expressly accept the rules for action established in it.

People who join the Bodegues Sumarroca Group or come to form part of it in future must expressly accept the principles and rules for action established in the Code of Ethics through the attachment of this text to employment contracts.



## **Bodegues Sumarroca Group Code of Ethics**

### **Definitions**

- A. People forming part of the business organisation:** all employees, workers, managers, representatives, administrators or anyone else who has any kind of responsibility with the companies making up the Bodegues Sumarroca Group: Barsedana Inversions, SL, Bodegues Sumarroca, SL, Selfoods, SA, Molí la Boella, SL and Gestió Tecnoagraria, SL, and those contracted by these companies or working for them temporarily or indefinitely, regardless of whether they are employees, freelancers or contractors.
- B. Bodegues Sumarroca Group:** the Bodegues Sumarroca Group consists of the following companies: Barsedana Inversions, SL, Bodegues Sumarroca, SL, Selfoods, SA, Molí la Boella, SL and Gestió Tecnoagraria, SL.
- C. Personal data:** any information in any format, whether it be digital, alphabetical, graphic, photographic, sound recordings or any other, involving identified or identifiable individuals.
- D. Conflicts of interest:** these arise when people subject to this Code adopt economic or professional decisions associated with the Sumarroca Group



that affect their personal interests, resulting in benefits or harm to these interests or those of the Group. Personal interests are considered to be:

- The interests of the person and their family, including their spouse or a person they live in a similar relationship, family members within the fourth degree of consanguinity or second degree of affinity.
- The interests of people with whom they have outstanding legal disputes.
- The interests of people with whom they are close friends or declared enemies.
- The interests of organisations or private bodies with which the people included in the scope of the Code have been associated through an employment or professional relationship in the two years before they joined the Group.
- The interests of organisations or private bodies in which the people included in the scope of the Code have significant shareholdings or have been managers, directors, etc.
- The interests of organisations or private bodies, whether or not they have been established for profitable purposes, with which family members are

#### *Bodegues Sumarroca Group Code of Ethics*

associated through an employment or professional relationship in cases where this involves them carrying out management, consultancy or administrative duties.

People subject to this Code cannot therefore allow their personal interests to come into conflict with their duties with the Group or their job with the company and it is their responsibility to avoid such conflicts of interest.

#### **E. Associated persons:** associated persons are considered to be:

- Spouses or people with similar personal relationships.
- Direct family members, including grandparents, parents, children and grandchildren, or brothers and sisters, and direct family members of their spouse (or person with a similar close relationship) and the spouses of these direct family members and brothers and sisters.
- Organisations where the person forming part of the Group's organisation or persons associated with that person, either directly or via another person, are in any of the situations of control established by law.
- Companies or organisations where the person forming part of the Group's



organisation or any of the persons associated with them perform administrative or management duties, either directly or via another person, or from which they receive emoluments for any reason, provided that they also exercise, either directly or indirectly, significant influence

over the financial and operational decisions of these companies or organisations.

**F. Confidential information:** information not in the public domain belonging to the Group or a third party.

**G. Fraudulent activities:** actions or omissions that damage the assets of another person or organisation deliberately committed in order to obtain a benefit for the perpetrator or others, regardless of whether these actions or omissions cause benefit or harm to the Group.

**H. Money-laundering:**

- The conversion or transfer of goods, knowing that these come from criminal activity or participation in criminal activity with the aim of concealing or covering up the illicit origin of the goods or helping the people involved evade the legal consequences of their actions.

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- Concealing or covering up the nature, origin, location, disposition, movement or real ownership of goods or rights over goods, knowing that these goods are the result of criminal activity or participation in criminal activity.
  - The acquisition, possession or use of goods knowing at the time when they were received that they were the result of criminal activity or participation in criminal activity.
  - Participation in some of the activities mentioned above.
- I. Favourable treatment:** Favourable treatment is understood as any unjustified or undue benefit or advantage offered to a third party or accepted from a third party for the benefit of the company or an individual. It refers to an advantage which the recipient is not legally or ethically allowed to accept or receive.