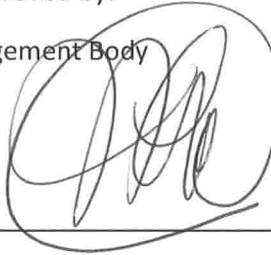


Approved by:


Management Body



## **CRIMINAL AND BRIBERY RISK PREVENTION POLICY**

### **TRACK RECORD OF CHANGES**

<b>MODIFIC.</b>	<b>MOTIVE FOR CHANGE</b>
Ed.1 (apr. 2018)	Document approval
Ed. 2 (june 2018)	Scope modification. Inclusion of bribery risks
Ed. 3 (nov.2022)	Main changes: inclusion of references to the Ethical Channel and Non-Compliance Investigation Procedure. Modification of the section referring to the Compliance Committee. Elimination of the ethical channel address, including reference to the web and intranet.

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## 1. OBJECT

This criminal and bribery risk prevention policy (the "Policy") is designed to define and establish the principles of action guiding the Criminal Compliance and Anti-Bribery Management System developed by Iridium Concesiones de Infraestructuras, S.A. ("Iridium" or the "Company").

The Criminal Compliance and Anti-Bribery Management System has been prepared taking into account the context of the organisation defined by the Management Body of Iridium. Its purpose is to transmit to all the members of the organisation (members of the Management Body, managers and employees), as well as third parties who interact with it, its firm commitment to identify and sanction any unlawful conduct, criminal or otherwise, as well as to maintain communication and awareness mechanisms for all the members of the organisation, in order to promote an ethical business culture of complete compliance with the law.

## 2. SCOPE AND DEFINITIONS

This Policy applies to all the activities that Iridium performs and, specifically, to the tender processes for, and financing management, design, construction and operation of its infrastructure concessions and other assets under the Public Private Partnership regime and to all the members of its organisation, regardless of their area of activity or position in the organisational hierarchy.

Capitalised terms in this document that have not been expressly defined will be interpreted in line with the definitions contained in the Code of Conduct.

## 3. PRINCIPLES OF ACTION

The principles of action governing the Policy are:

- a) Integrate and coordinate all the actions necessary to prevent, detect and act in relation to the commission of unlawful acts.
- b) Create an atmosphere of complete transparency by means of the establishment of appropriate internal channels that favour the immediate communication of possible irregularities, including the Iridium Ethical Channel, which can be used by any member of the organisation or third party who becomes aware of a breach of the Code of Conduct, the Policies and/or procedures or any other unlawful act committed, to report with full assurance and without fear of reprisal.

- c) Act in accordance with the legislation in force and, specifically, in accordance with the terms of the Code of Conduct and the policies and procedures that comprise the Criminal Compliance and Anti-Bribery Management System.
- d) Establish training programmes or any other methods that are appropriate for the members of the organisation, in order to promote a culture of compliance and business ethics.
- e) Develop and implement effective internal oversight systems for the prevention and detection of acts that are unlawful or that contravene the terms of the Code of Conduct, the Policies and/or procedures of the Company.
- f) Carry out periodic supervision of the internal oversight systems implemented.
- g) Prepare an annual report on the activity of the Compliance Committee and the effectiveness of the Criminal Compliance and Anti-Bribery Management System with the recommendations and updates deemed appropriate for review by the Management Committee and Management Body.
- h) Ensure that the Compliance Committee has the material and human resources necessary to perform the duties entrusted to it effectively.
- i) Investigate reports of alleged improper acts and conduct, guaranteeing the confidentiality of the person reporting it and the rights of the persons under investigation when appropriate, justly applying, without discrimination and in a manner that is proportionate, the appropriate sanctions in accordance with the applicable legislation.
- j) Provide all assistance and cooperation that the judicial and administrative bodies, or national or international institutions and entities may require, for the investigation of allegedly criminal, fraudulent or otherwise improper acts that may have been committed by the members of the organisation.

#### **4. BASIS FOR THE CRIMINAL COMPLIANCE AND ANTI-BRIBERY MANAGEMENT SYSTEM**

The Iridium Criminal Compliance and Anti-Bribery Management System is based on the analysis of the possible criminal risks that may affect the Company, together with the inventory of the existing procedures and controls designed to prevent, detect and sanction the commission of the criminal acts identified in the risk matrix that forms part of the Criminal Compliance and Anti-Bribery Management System.



The Criminal Compliance and Anti-Bribery Management System is formed mainly of the following elements:

**1) Supervision and oversight measures:** the Company has implemented oversight measures to prevent the commission of offences or significantly reduce the likelihood or impact of the same. In this regard, the Compliance Committee has approved a risk matrix and a specific general oversight matrix to mitigate the same.

**2) Compliance Committee:**

The body in charge of Iridium's Compliance function is the Compliance Committee, a collegiate body dependent on its Management Body and made up of the Director of Personnel and General Services, the Director of Administration, the Director of Legal Counsel, the Head of Internal Audit and the Compliance Officer who acts as a non-member secretary.

The Compliance Committee has autonomous initiative and control powers to prevent crimes, has adequate human, economic and material resources to design, develop, implement, evaluate, maintain and improve Iridium's Criminal and Anti-Bribery Compliance Management System and control the implementation, maintenance and improvement of the Management Systems of its subsidiaries.

**3) Code of Conduct:** The Code of Conduct of Iridium is applicable to all the members of the organisation and constitutes its commitment to the business ethics principles that should apply in all its areas of activity, establishing the conduct principles and guidelines designed to ensure ethical and responsible behaviour by all persons subject to the same. Moreover, and as Iridium forms part of the Actividades de Construcción y Servicios, S.A. ("ACS") corporate group, the ACS Code of Conduct also applies.

**4) Ethical Channel:** Any employee or third party who is aware of or has well-founded suspicion of a breach of the Code of Conduct, the Policies and/or the procedures that form part of the Criminal Compliance and Anti-Bribery Management System will report it using the Ethical Channel, available on the intranet and on the Iridium website. This channel is both a route for reporting breaches of the rules set out in this Policy, and a means for the resolution of queries that the application of the same may give rise to. Iridium will adopt the

measures necessary to avoid adverse consequences derived from communications made in good faith by members of the organisation according to the terms set out herein. Strict confidentiality will be maintained in relation to the identity of persons sending communications or reporting breaches via the Ethical Channel.


Management of the Ethical Channel is completely confidential; the Compliance Committee is responsible for it and it will be governed by the Ethical Channel and Non-Compliance Investigation Procedure

- 5) **Anticorruption Policy:** Iridium has an anti-bribery policy which establishes a regulatory framework for the prevention and detection of corruption and bribery in the performance of its activities and promotes full compliance with anticorruption and anti-bribery regulations by the members of the organisation.
- 6) **Presents, Gifts, Hospitality and Favours Policy;** defines the rules of action with regard to giving or receiving presents, gifts, hospitality or favours.
- 7) **Training and awareness:** Iridium will promote proper training of the members of the organisation so that they are aware of its ethical principles, as well as the duties and principles of action derived from its Criminal Compliance and Anti-Bribery Management System designed to avoid the commission of offences.
- 8) **Criminal risk prevention manual:** this document contains the description of the risks to which Iridium is exposed, depending on the activity, as well as all measures, policies and procedures implemented in the Company designed to guarantee to third parties that the legally required oversight is in place, in relation to members of the organisation and the Management Body, with a view to mitigating the risk of offences being committed.

## 5. ENTRY INTO FORCE AND REVIEW

The general principles of this Policy will enter into force upon approval by the Management Body of Iridium.

The Compliance Body will periodically review the content of this Policy to ensure that the recommendations and best practice in force at any given time and will propose to

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the Board of Directors those amendments and updates that contribute to its continuous development and improvement.

## **6. BREACH**

This Policy is a mandatory norm, meaning that any breach thereof will constitute an infringement and Personnel Management will adopt the appropriate disciplinary measures in line with labour legislation and the sanctions envisaged in the Collective Agreement for the Construction Sector in force.