

# CODE OF CONDUCT

Bodegas Leda



## Introduction

This Code of Conduct presents a general description of the policies, principles, objectives and values of BODEGAS LEDA VIÑAS VIEJAS, S.L., which are considered necessary and determining for its global success, as well as for strengthening its presence in society.

BODEGAS LEDA VIÑAS VIEJAS, S.L., works with the aim of being a reference for quality and competitiveness in the markets where it is present, satisfying the needs of its customers in a climate of trust, and contributing to the development and fulfilment of its staff.

The Code of Conduct is conceived as part of the set of rules that define the corporate culture of BODEGAS LEDA VIÑAS VIEJAS, S.L., which must serve to make its values explicit and visible, as well as to unify and reinforce the identity, visibility and standards of conduct within society.

The Board of Directors of BODEGAS LEDA VIÑAS VIEJAS, S.L., promotes, protects and supervises the commitment to this Code of Conduct, always applying it to all its activities and sectors of activity, to internal relations and those with third parties, as an additional complement to complying with the laws which are applicable at all times.

From the methodological point of view, the Code of Conduct provides a unique and systematic response to the main eventualities and circumstances that any of its employees could face. Although the Code does not attempt to anticipate all the possible hypotheses that may arise in reality, it does aspire to become an accessible reference tool that serves to guide and orientate the actions of employees in matters of a social nature, as well as to detect and prevent any situation from which business liability may derive which, due to its transcendence, content and implications, are of particular importance to BODEGAS LEDA VIÑAS VIEJAS, S.L.

The shared respect for this Code and personal adherence to it of all those affected should enable the application of its provisions in a constant manner, thus helping the consolidation, improvement, progression and growth of BODEGAS LEDA VIÑAS VIEJAS, S.L.

The reputation of BODEGAS LEDA VIÑAS VIEJAS, S.L., its business credibility, financial solvency, economic profitability and sustained success depend, to a large extent, on all the members of this organization carrying out their work in an honest, civic, upright, fair and transparent way, with common objectives, professional dedication, exigency and a spirit of

collaboration. The Code of Conduct forms part of the policies of good governance, regulatory compliance, criminal prevention and corporate responsibility of BODEGAS LEDA VIÑAS VIEJAS, S.L., whose determination and final guardianship correspond, exclusively, to the Board of Directors of BODEGAS LEDA VIÑAS VIEJAS, S.L., with the support of the Regulatory Compliance Unit.

Therefore, the Board of Directors of BODEGAS LEDA VIÑAS VIEJAS, S.L. is responsible for directing and supervising all matters related to effective compliance, as well as the obligation to adopt and implement the appropriate measures for the necessary coordination of the Code with the rest of the regulatory and procedural elements of corporate governance, with which it shares values and objectives. The Board of Directors shall also be responsible for promoting the measures that are necessary at all times to ensure the constant improvement and updating of the Code of Conduct.

BODEGAS LEDA VIÑAS VIEJAS, S.L. has an operational structure, the Regulatory Compliance Unit, which, by delegation of the Board of Directors of Corporación Masaveu, S.A., is made up of an external manager and representatives of the affected areas.

The Regulatory Compliance Unit reports to the Board of Directors of Corporación Masaveu, S.A.

## 1. Objet

The objective of the Code of Conduct is to establish the policies, principles, objectives and values that should guide behaviour within BODEGAS LEDA VIÑAS VIEJAS, S.L. and in its relations with third parties and with society, consolidating a culture and guidelines for responsible action that are shared, accepted and respected by all the people to whom it applies. The Code also aims to guide the internal relations between these people and their relations with the rest of their stakeholders, translating the Company's own values, which are defined in the section Mission and Values of BODEGAS LEDA VIÑAS VIEJAS, S.L., into regulated, assessable and foreseeable behaviour.

In addition, certain protocols and obligations are incorporated into the Code of Conduct in order to exercise due control over the activities carried out by BODEGAS LEDA VIÑAS VIEJAS, S.L., with the aim of preventing, detecting and prosecuting behaviour from which some type of criminal liability may arise.

## 2. Mission and values of BODEGAS LEDA VIÑAS VIEJAS, S.L.

BODEGAS LEDA VIÑAS VIEJAS, S.L.'s mission is to work to be a reference of quality and competitiveness in the markets where it is present, satisfying the needs of its customers in a climate of trust, and contributing to the development and fulfilment of its staff.

BODEGAS LEDA VIÑAS VIEJAS, S.L. upholds the values of trust and responsibility, and that of the experience acquired since its constitution. Do not cease to be faithful to the principles on which the Company is based and with which the workers fully identify.

This Code of Conduct must constitute an inexcusable reference for all the activities of BODEGAS LEDA VIÑAS VIEJAS, S.L. and also serve as a guide to the conduct of employees.

### 3. Scope of Application

This Code of Conduct is applicable to all senior managers, executives, workers and, in general, to all persons providing services at BODEGAS LEDA VIÑAS VIEJAS, S.L. (hereinafter referred to as "employees"), regardless of the legal form that determines their employment or service relationship, of the position they occupy in the organisational structure of BODEGAS LEDA VIÑAS VIEJAS, S.L. or of the geographical place in which they carry out their work.

All employees must know and comply with the legal standards applicable to their professional activity, responsibility and workplace. In any case, and Llagares of Sariego, S.L. will put at your disposal the necessary means for you to get to know and understand the legislation applicable to you for the adequate performance of your professional functions, as well as the appropriate training for proper regulatory compliance.

Employees shall fully respect the commitments and obligations assumed by BODEGAS LEDA VIÑAS VIEJAS, S.L. in their contractual relations with third parties.

If in doubt, employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. may seek help through their hierarchical superior and through other means established for the dissemination, awareness of and compliance with this Code of Conduct, which are detailed below.

This Code of Conduct shall also be applicable to the directors, executives and employees of the other companies of BODEGAS LEDA VIÑAS VIEJAS, S.L., without prejudice to the agreements or internal rules of each of these companies.

## 4. Acceptance and Compliance

BODEGAS LEDA VIÑAS VIEJAS, S.L. expects its employees to behave with integrity, responsibility, fairness, transparency and in line with the principles of this Code.

No one, regardless of their position in BODEGAS LEDA VIÑAS VIEJAS, S.L., is authorised to ask an employee to contravene the provisions of this Code of Conduct. No employee may justify malpractice on the grounds of a contrary order superior to the Code or their unfamiliarity with the Code of Conduct of BODEGAS LEDA VIÑAS VIEJAS, S.L.

Violations of the Code of Conduct jeopardise the interests of BODEGAS LEDA VIÑAS VIEJAS, S.L. and may jeopardise its reputation. For this reason, all employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. are obliged to immediately report, in accordance with the procedure established in this Code, any breach or violation of the Code that they become aware of for any reason and especially those that could constitute a crime or infractions.

In particular, employees who are senior managers or executives, or who exercise audit and control functions, must report violations of the law or the Code of Conduct which are known to them and committed by other employees to the Regulatory Compliance Unit through the confidential Whistleblower Channel regulated in this Code of Conduct.

Persons who join BODEGAS LEDA VIÑAS VIEJAS, S.L. as employees will accept the full content of the Code of Conduct and, in particular, the objectives, values and standards of action established therein. The new employee will be informed of the

Code of Conduct which will be accompanied, where appropriate, by employment or equivalent contracts, or the employee's acceptance/accession will be obtained by some appropriate means.

Possible breaches of the Code of Conduct will be assessed and punished in accordance with the internal regulations, the applicable agreements and, where applicable, the legal regulations in force, in accordance with the Protocol of action in the event of breach of the Regulatory Compliance and Criminal Prevention Model of BODEGAS LEDA VIÑAS VIEJAS, S.L. and the Disciplinary System of the Regulatory Compliance and Criminal Prevention Model of BODEGAS LEDA VIÑAS VIEJAS, S.L.

Any doubt regarding the interpretation or application of this Code of Conduct must be brought to the attention of the corresponding superior or, as the case may be, of any other person or body that BODEGAS LEDA VIÑAS VIEJAS, S.L. designates to ensure that people are aware of its Code of Conduct and that it is safeguarded.

Compliance with the Code of Conduct is understood to be without prejudice to compliance with the Company's other rules of corporate governance.

Employees are obliged to attend the training courses organised by BODEGAS LEDA VIÑAS VIEJAS, S.L. to disseminate the Code of Conduct so that they are aware of it and of obligations in the field of regulatory compliance and criminal prevention.

## 5. Regulatory Compliance Unit

### 5.1 Composition and powers of the Regulatory Compliance Unit.

The maximum responsibility in the interpretation and application of this Code of Conduct corresponds to a collegiate body, dependent on the Board of Directors of the Corporación

Masaveu, S.A., which is known as the Regulatory Compliance Unit. The Regulatory Compliance Unit will be chaired by the Director of Regulatory Compliance, and will also comprise the Corporate General Manager of the Corporación Masaveu Group, the Industrial General Manager of the Corporación Masaveu Group, the General Manager of Media of the Corporación Masaveu Group, the head of Internal Audit of the Corporación Masaveu Group and the Secretary of the Board of Directors of Corporación Masaveu, S.A., the latter acting as Secretary of the Unit.

Other employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. may attend the meetings of the Regulatory Compliance Unit at the invitation of the Chairman.

The Board of Directors of Corporación Masaveu, S.A., shall regulate the organisation and operation of the Regulatory Compliance Unit and shall supervise the application of the criteria of independence and absence of conflicts of interest for all members of the Regulatory Compliance Unit. The Board of Directors of Corporación Masaveu, S.A., may delegate the exercise of these powers to its Chairman.

The Director of Regulatory Compliance and Chairman of the Regulatory Compliance Unit will be appointed by the Board of Directors of Corporación Masaveu, S.A. or by the person or persons to whom said Board has delegated said power and may be an external professional who must have the technical, professional and personal conditions established by the legal regulations applicable to the position, in addition to adequate preparation and professional experience and independence of judgement.

The Regulatory Compliance Unit is an organ which possesses a legal identity, with autonomous powers of initiative and control within its sphere of competence.

The Regulatory Compliance Unit shall have the necessary authority, resources and means, in coordination with Internal Audit and, those necessary to implement and enforce the appropriate internal control measures to detect, prevent and avoid the commission of criminal, civil, commercial, administrative and tax offences attributable to the legal entity, as well as for the appropriate reaction in the event that they have occurred.

The Regulatory Compliance Unit shall exercise the functions of investigation, processing, instruction and proposal of sanction in relation to any conduct constituting a possible criminal, civil, commercial, administrative or tax offence, in the social order or in the Code of Conduct, in accordance with this Code of Conduct and with the Disciplinary System of BODEGAS LEDA VIÑAS VIEJAS, S.L.

Without prejudice to the aforementioned functions, the Regulatory Compliance Unit exclusively assumes the following functions:

- 1.** Monitoring compliance with the Code of Conduct, promoting its knowledge and interpreting its rules, as well as resolving any doubts or questions that may arise in this regard.
- 2.** Responsibility for Prevention and Criminal Compliance in BODEGAS LEDA VIÑAS VIEJAS, S.L. , including the implementation and updating of the crime prevention programme.
- 3.** The obligation to report regularly to the Governing Bodies.
- 4.** The establishment of control systems for the prevention of crimes, including the description and assessment of the map of criminal risks and associated controls by areas or business units, the protocol for reacting to the commission

of possible crimes or breaches of the Code of Conduct and the development of the confidential reporting procedure.

- 5.** Surveillance of the operation of these controls by means of periodic reviews, and the issuing of compliance reports with the improvement proposals detected.
- 6.** Being aware of and processing the complaints filed in the internal confidential Whistleblower Channel.
- 7.** The supervision of the disciplinary system of BODEGAS LEDA VIÑAS VIEJAS, S.L., and the design of training plans on criminal prevention and breaches of the Code of Conduct, aimed at employees of BODEGAS LEDA VIÑAS VIEJAS, S.L.
- 8.** Management of the proper functioning of the communication channels established for employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. in matters related to the Code of Conduct.
- 9.** The evaluation and processing of communications received from employees for resolution by the corresponding units of BODEGAS LEDA VIÑAS VIEJAS, S.L.
- 10.** The fostering of knowledge about the Code of Conduct among Bodegas Fillaboa, S.A. employees and among third parties related to the Company.
- 11.** The control of the effective fulfilment of the adopted decisions, as well as the execution of the sanctioning and corrective measures that are considered pertinent in each case.

- 12.** Periodically drawing up reports on the level of compliance with the Code of Conduct of BODEGAS LEDA VIÑAS VIEJAS, S.L., submitting to the Administrative Bodies the recommendations it deems necessary to improve its content, facilitate its understanding, ensure its application and ensure its safeguarding.

The members of the Regulatory Compliance Unit shall keep the deliberations and agreements of the Unit secret and shall refrain from disclosing information, data and reports to which they have access in the exercise of their office as well as from using them for their own benefit or for the benefit of third parties. Such obligations shall continue even if they have ceased to hold office.

The Regulatory Compliance Unit shall agree on its own internal rules of operation and may request the collaboration of other bodies, departments, areas or individuals in the exercise of its functions.

## **6. The general communication procedure in matters related to the Code of Conduct of BODEGAS LEDA VIÑAS VIEJAS, S.L.**

BODEGAS LEDA VIÑAS VIEJAS, S.L. has equipped itself with a specific communication procedure called the "Whistleblower Channel" which allows all its employees to communicate, in a simple and confidential manner, those actions which, to the best of their knowledge, constitute inappropriate conduct or actions in the light of the Code of Conduct or any other applicable regulations. Employees may also use the same procedure to consult their doubts or propose improvements to the existing systems at BODEGAS LEDA VIÑAS VIEJAS, S.L. in the areas covered by this Code.

The Regulatory Compliance Unit shall establish criteria and procedures for the management of the information received through the Whistleblower Channel, especially in all matters relating to the criminal compliance programme and

regulatory compliance related to the responsibility of BODEGAS LEDA VIÑAS VIEJAS, S.L. The Whistleblower Channel shall be confidential and accessible to all employees, it shall be regulated through the corresponding Procedure approved by the Board of Directors or the person or persons delegated by the latter.

## 7. Standards of Conduct

All employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must act in accordance with the following standards of conduct.

### **7.1 Basic standards of conduct. Regulatory compliance and respect for ethical values.**

BODEGAS LEDA VIÑAS VIEJAS, S.L. undertakes to develop its business and professional activities in accordance with current legislation. Compliance with the Law is always the starting point for ethical conduct at BODEGAS LEDA VIÑAS VIEJAS, S.L.

The activities of BODEGAS LEDA VIÑAS VIEJAS, S.L. are carried out under the framework of respect for Human Rights and Public Freedoms, according to internationally accepted laws and practices.

All employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must observe ethical behaviour in all their actions and avoid any conduct which, even without violating the law, could harm the prestige of BODEGAS LEDA VIÑAS VIEJAS, S.L. and negatively affect its interests, reputation and public image.

Likewise, all employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must be aware of the laws and regulations applicable to their specific professional activity, requesting, where appropriate, the necessary information from their superior or from the corresponding bodies or units of the company, and complying strictly

with the protocols established to detect or prevent the commission of illicit acts within the activity of BODEGAS LEDA VIÑAS VIEJAS, S.L.

No employee will consciously collaborate with third parties in the violation of any law, or participate with them in actions that compromise the principle of legality or could damage the reputation of BODEGAS LEDA VIÑAS VIEJAS, S.L. or damage the perception of markets, customers, suppliers or regulators, among others.

## **7.2 The Staff: the relationship with and between employees**

### **7.2.1 Respect between people**

At BODEGAS LEDA VIÑAS VIEJAS, S.L. the management of human resources and relations between employees are always based on respect for people's dignity and privacy, and are based on the principles of mutual trust and respect.

BODEGAS LEDA VIÑAS VIEJAS, S.L. undertakes not to disclose personal data of its employees, except with the consent of the interested parties and in cases of legal obligation or compliance with judicial or administrative rulings. Employees' personal data may not be processed for purposes other than those legally or contractually provided for.

BODEGAS LEDA VIÑAS VIEJAS, S.L. expressly prohibits the abuse of authority and any type of harassment, whether physical, psychological or moral, as well as any other conduct that may generate an intimidating, offensive or hostile work environment for people.

All employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must be treated in a respectful and professional manner in order to provide a stimulating work environment that encourages people to give their best.

### **7.2.2 Career development and non-discrimination**

Likewise, BODEGAS LEDA VIÑAS VIEJAS, S.L. does not tolerate any type of discrimination based on gender, race, sexual orientation, religious beliefs, political opinions, nationality, social origin, disability or any other circumstance likely to be a source of discrimination.

BODEGAS LEDA VIÑAS VIEJAS, S.L. is committed to providing the means to contribute to the learning and training of its employees and to the updating and management of their talent, knowledge and skills in order to promote their professional progress and provide added value to customers.

Likewise, BODEGAS LEDA VIÑAS VIEJAS, S.L. understands the importance of the balance between personal and professional life for the comprehensive development of the person, consequently it will promote measures and develop actions that help its employees to achieve this balance.

### **7.2.3 Teamwork, collaboration and dedication**

BODEGAS LEDA VIÑAS VIEJAS, S.L. considers that collaboration and teamwork are essential requirements to achieve its objectives and to make the most of its capabilities, its resources and the diversity of knowledge, skills and experiences of the employees who are part of BODEGAS LEDA VIÑAS VIEJAS, S.L.

Therefore, BODEGAS LEDA VIÑAS VIEJAS, S.L. promotes, facilitates and encourages collaboration and teamwork.

The employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. are committed to working efficiently, making the most of the time and resources that the company puts at their disposal.

#### **7.2.4 The health and safety of persons**

BODEGAS LEDA VIÑAS VIEJAS, S.L. dedicates the necessary means to provide its employees with a suitable, healthy and safe working environment. Likewise, BODEGAS LEDA VIÑAS VIEJAS, S.L. promotes the improvement of measures for the prevention of occupational risks and the promotion of health at work in the places where it carries out its activity.

Similarly, BODEGAS LEDA VIÑAS VIEJAS, S.L. also promotes and stimulates the adoption of advanced safety and health practices among its suppliers and collaborating companies.

All employees are responsible for strict compliance with occupational health and safety standards, ensuring their own safety and, in general, that of all persons who may be affected by their activities. Employees must also make responsible use of the equipment assigned to them when performing risky activities and disclose knowledge and practices regarding safety, health and risk prevention to their colleagues and subordinates.

For its part, BODEGAS LEDA VIÑAS VIEJAS, S.L. is committed to providing employees with the necessary resources and knowledge so that they can perform their duties safely and in a healthy environment.

### **7.3 Internal control and personal integrity: professionalism and dependence**

#### **7.3.1 Relationship with customers**

Independence will always be safeguarded, preventing professional performance from being influenced by economic, family and friendship ties with customers.

### **7.3.2 Relationships with suppliers**

Relationships with suppliers will be developed within a framework of transparent collaboration that allows and facilitates the attainment of mutual objectives and the fulfilment of the social responsibility of BODEGAS LEDA VIÑAS VIEJAS, S.L.

The selection and contracting of suppliers must comply with existing internal regulations at all times, guaranteeing transparency, equal treatment and the application of objective and weighted criteria, avoiding dealing with those suppliers or potential suppliers whose personal interests, external activities, economic interests or relationships are contrary to or potentially conflicting with the interests of BODEGAS LEDA VIÑAS VIEJAS, S.L., directly or indirectly.

The purchase of goods or the contracting of services must be made with complete independence of decision and regardless of any personal, family or economic ties that may call into question the criteria followed in such selection.

### **7.3.3 Collaboration with official bodies**

Relations with institutions, bodies and public administrations must be governed by institutional respect and be developed under criteria of maximum collaboration and compliance with the law and its resolutions. Communications, requirements and requests for information must be dealt with diligently and within the established deadlines.

### **7.3.4 Conflicts of interest**

Internal or external relationships established on the basis of one's job shall not be used for personal gain or for the benefit of family members or related companies. The information available as a result of the exercise of such professional activity shall not be used for personal gain.

The relationship between BODEGAS LEDA VIÑAS VIEJAS, S.L. and its employees must be based on loyalty arising from common and shared interests.

A conflict of interest shall be deemed to exist in all situations where the personal interest of the employee and the interest of BODEGAS LEDA VIÑAS VIEJAS, S.L. come into conflict either directly or indirectly.

An employee has a personal interest when the matter affects them, or a person related to them. For these purposes, the following shall be deemed related persons:

- a)** The employee's spouse or the person who has an analogous affective relationship with them.
- b)** The ascendants, descendants, and siblings of the employee or of the employee's spouse (or the person who has an analogous affective relationship with them).
- c)** The spouses of the employee's ascendants, descendants, and siblings.
- d)** Entities where the employee or persons linked to the employee, directly through the latter or through an intermediary, such that the person finds him or herself in any of the described situations covered in Article 42 of the Code of Commerce.
- e)** Companies or entities where the employee or any of his or her related persons, directly through the employee or through an intermediary, hold a position of administration or management or through which they receive emolument for any reason, provided that, in addition, the employee exercises, directly or indirectly, a significant influence on the financial and operational decisions of said companies or entities.

Situations likely to be considered conflicts of interest and not defined in the preceding paragraphs must be communicated to us for their timely assessment.

### 7.3.5 Gifts and presents

Employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. may not authorise, offer or accept gifts or presents in the course of their professional activity. Exceptionally, the delivery and acceptance of gifts and presents shall be permitted under the following circumstances:

- a)** They are of irrelevant or symbolic economic value.
- b)** They comply with the usual business courtesies.
- c)** They are not prohibited by law or generally accepted business practices.

In particular, employees may not give or receive any form of bribe or kickback from or through any other involved party, such as public officials, Spanish or foreign, staff of other companies, political parties, customers, suppliers, providers and shareholders.

Bribery, which is expressly prohibited, includes the offering or promising, directly or indirectly, of any improper advantage or any instrument for concealing such, as well as influence peddling.

Employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. may not, either directly or indirectly, make donations to political parties or contribute in any way to their financing.

Where there are doubts as to what is acceptable, any such offer shall be declined or, as the case may be, queried beforehand with the employee's immediate superior or with the responsible management, as the case may be.

Prior notice of the development of external activities, remunerated or not, that could interfere in the professional activity of BODEGAS LEDA VIÑAS VIEJAS, S.L., is required before the possible acceptance thereof. The same notice is required regarding the occupation of such positions which, due to their visibility or any other circumstance, may condition the professional independence or image of the company.

#### **7.4 Transparency and confidentiality**

Rigour in the processing of personal and business data is an essential support for obtaining a climate of mutual trust, through the adequate protection and confidentiality of the information available. Of equal importance in this regard is the permanent commitment to inform, in a comprehensive, objective and truthful manner, customers, internal and external collaborators, the market and society.

The falsification, manipulation or deliberate use of false information constitutes fraud.

##### **7.4.1 Information for customers**

Relationships with customers shall conform to criteria of sufficient, clear and precise information to guarantee adequate knowledge on their part. All documentation to be used by the customer shall be clearly and transparently drafted.

##### **7.4.2 Information from customers and suppliers of goods and services**

The information relating to customers and suppliers of BODEGAS LEDA VIÑAS VIEJAS, S.L. is subject to the most absolute confidentiality and can only be provided in cases where this is required by law or court order.

This same reservation shall apply with respect to information of a personal or economic nature that customers and suppliers provide for its examination, assessment or for the formalisation of transactions.

Access to the data of customers and suppliers is only justified for professional reasons and the custody and use thereof must be carried out guaranteeing the data subject's right to privacy, such data being strictly subject to the provisions of the Spanish Data Protection Agency and current regulations, general and particular, external and internal, on the protection of personal data.

Under no circumstances can family, economic or personal ties between customers justify a breach of confidentiality.

#### **7.4.3 Information about BODEGAS LEDA VIÑAS VIEJAS, S.L.**

Employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. shall be bound to professional secrecy regarding the information at their disposal, whether the latter is commercial, economic or strategic in nature, or belongs to BODEGAS LEDA VIÑAS VIEJAS, S.L., or the companies and people therein, except in the event of express authorisation or when such information is requested by legal or judicial mandate.

In the use of operational processes, working systems and any other internal procedures, the strictest confidentiality shall be observed.

BODEGAS LEDA VIÑAS VIEJAS, S.L. assumes as a behavioural principle the transparency of information, understood as the commitment to transmit reliable information to the markets and society, allowing them to form a faithful image of the activities, strategy and economic, social and environmental performance of BODEGAS LEDA VIÑAS VIEJAS, S.L.

Employees must convey information in a truthful, comprehensive and understandable manner. Under no circumstances shall they knowingly provide incorrect, inaccurate or imprecise information that could mislead the recipient. All transactions of BODEGAS LEDA VIÑAS VIEJAS, S.L. must be clearly and accurately

reflected in their accounting records. In particular, all accounts must be correctly reflected in the records, as well as all operations carried out and all expenses incurred.

In general, the employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. shall refrain from any practice that contravenes the commitment to clearly and accurately reflect transactions in the registers of BODEGAS LEDA VIÑAS VIEJAS, S.L. and shall pay particular attention to the reliability of the information entered in the computer systems of BODEGAS LEDA VIÑAS VIEJAS, S.L.

#### **7.4.4 Termination of employment**

The obligation of confidentiality will persist even after the extinguished professional relationship with BODEGAS LEDA VIÑAS VIEJAS, S.L. in any of its member companies.

## **8. Liability**

The performance of the functions entrusted to each employee according to his or her position in the organisation shall be carried out with criteria of rigour and responsibility. In practice, a responsible professional performance means:

### **8.1 Being committed to the BODEGAS LEDA VIÑAS VIEJAS, S.L. project.**

Contributing effectively to carrying out the policies and achieving the objectives defined by BODEGAS LEDA VIÑAS VIEJAS, S.L., to assuming the corporate decisions thereof as one's own.

## **8.2 Personal and professional development**

Attention shall be given to one's training, to updating knowledge and skills, adapting them to the changes produced by technological and organisational development, innovation and improvement of products and services and the constant evolution in the sector of activity in which BODEGAS LEDA VIÑAS VIEJAS, S.L. operates.

## **8.3 Use and protection of resources**

The resources, means, goods and facilities of BODEGAS LEDA VIÑAS VIEJAS, S.L. must be used in order to achieve the purposes for which they are intended and never for private purposes. The use of assets and the incurring of expenses on behalf of BODEGAS LEDA VIÑAS VIEJAS, S.L. must comply with the principles of necessity and proportionality. The reports, documents, support material and others that have been compiled during the exercise of the entrusted functions, must be diligently kept for use by the company and may not be used for one's own benefit or for the benefit of third parties alien to the business purpose of the former. The misappropriation and misuse of these assets constitute fraud.

No illegal or illicit substances may be used, possessed, manufactured, distributed, managed, transported, promoted or sold in the course of the company's economic, industrial and commercial activities or on company premises. It also prohibits the manipulation of chemical substances or the use of laboratories owned by the company to carry out activities that may constitute crimes against public health.

Likewise, the employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must use the assets they manage, which are protected by intellectual and industrial property rights, with particular attention in the development of their professional activity. Thus, the programmes, computer systems, manuals, videos, courses, studies, reports, etc., created, developed or perfected within BODEGAS LEDA VIÑAS VIEJAS, S.L., may not be used for their own purposes or those of third parties, nor for profit or advantage, given that the company retains the intellectual property

thereof at all times, unless this information is already public. In any case, the intellectual and industrial property rights on the works that correspond to third parties must be respected, in accordance with Spanish and international legislation on Intellectual and Industrial Property or as a consequence of license agreements.

All employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must comply with current legislation on Data Protection and request and use only those data that are necessary for the effective management of the activities of BODEGAS LEDA VIÑAS VIEJAS, S.L. This obligation includes the correct use that must be made of corporate resources related to information technologies and communications made available to employees, in accordance with the internal rules of BODEGAS LEDA VIÑAS VIEJAS, S.L., which contain functions and obligations for the employees regarding the correct use of the equipment and systems of BODEGAS LEDA VIÑAS VIEJAS, S.L.

BODEGAS LEDA VIÑAS VIEJAS, S.L. undertakes to offer employees the information, knowledge and resources necessary to comply with the regulations on data protection and information management applicable in their various fields of activity.

#### **8.4 Classified and confidential information**

The employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. undertake to maintain the confidentiality of the information to which they have access, and to make discreet use of it in the performance of their professional responsibilities in accordance with internal regulations. Confidential information means any non-public information developed by or for BODEGAS LEDA VIÑAS VIEJAS, S.L., the dissemination of which could jeopardise or harm competitive advantages or other factors of high economic value for BODEGAS LEDA VIÑAS VIEJAS, S.L. Employees must apply responsible and professional criteria when determining whether the information is confidential for BODEGAS LEDA VIÑAS VIEJAS, S.L., as well as refrain from commenting on the company's confidential information on sites that

put the duly classified nature of such at risk or show it in places that may allow inappropriate access to it.

If in doubt, and unless otherwise indicated, the employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must consider the information to which they have access in the course of their professional activity to be classified.

If an employee of BODEGAS LEDA VIÑAS VIEJAS, S.L. dissociates himself/herself from work for any reason, all rights to the goods and information generated or obtained as part of his/her relationship with the Company shall continue to be the exclusive property of BODEGAS LEDA VIÑAS VIEJAS, S.L.

Use of the intranet/Internet of BODEGAS LEDA VIÑAS VIEJAS, S.L. must be carried out in compliance with the applicable legislation and in accordance with the internal regulations of BODEGAS LEDA VIÑAS VIEJAS, S.L. and of any third party site to which access is gained.

Intranet/Internet servers may not be used for the downloading or unauthorized use of copyrighted information without the required license.

### **8.5 Accuracy and truthfulness**

All customer data entered on to corporate computer files as a result of the development of business must be accurate and complete, faithfully reflecting those contained on the document used as the source in each case.

### **8.6 Legality**

At all times, what is established in the legal regulations as well as in those of an internal or statutory nature will be observed. Under no circumstances will the company collaborate in activities of an illicit nature, even though these may involve business opportunities.

### **8.7 The prevention of money laundering**

Employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must pay special attention to those cases in which there may be indications of a lack of integrity in the persons or entities with whom BODEGAS LEDA VIÑAS VIEJAS, S.L. maintains relations.

Employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. shall communicate, through the channels and procedures established in this Code of Conduct, those transactions which, in accordance with the provisions of this section, may be irregular.

### **8.8 Free competition and market behaviour**

All employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. are committed to free competition and compliance with the laws established in this respect in the various countries where they carry out activities, avoiding any action that involves an abuse or illegal restriction on competition. They shall also refrain from misleading advertising regarding the activities of BODEGAS LEDA VIÑAS VIEJAS, S.L.

### **8.9 Corporate image and reputation**

BODEGAS LEDA VIÑAS VIEJAS, S.L. considers social trust and corporate reputation to be one of its most valuable assets.

All employees must take the utmost care to preserve the image and corporate reputation of BODEGAS LEDA VIÑAS VIEJAS, S.L. in all their professional activities, including public appearances. They shall also ensure respect for the image and reputation of

BODEGAS LEDA VIÑAS VIEJAS, S.L. on the part of customers and suppliers and, in general, collaborating companies.

This commitment also includes the participation of employees on social networks or any other form of public communication, when this activity is not for private purposes and therefore, entails or implies, in any way, a relationship with BODEGAS LEDA VIÑAS VIEJAS, S.L.

The relationship with the media will be the exclusive competence of the bodies or persons authorised for this purpose in accordance with the rules and internal agreements of BODEGAS LEDA VIÑAS VIEJAS, S.L.

### **8.10 Respect for the environment**

BODEGAS LEDA VIÑAS VIEJAS, S.L. is committed to sustainable development and faces its environmental commitment by ensuring compliance with applicable legislation in the field in all areas of operation.

BODEGAS LEDA VIÑAS VIEJAS, S.L. is committed to developing its activities with the utmost respect for the environment and minimising any negative effects that these may cause.

Similarly, BODEGAS LEDA VIÑAS VIEJAS, S.L. will contribute to the conservation of natural resources and areas of ecological, scenic, scientific or cultural interest. To this end, it shall establish best practices and promote among its employees the training necessary to preserve the environment.

In its relations with suppliers or customers, it shall transmit these principles and promote compliance with applicable environmental procedures and requirements, providing, where appropriate, the corresponding means to ensure adequate compliance.

### **8.11 Social commitment**

BODEGAS LEDA VIÑAS VIEJAS, S.L. is committed to socially responsible action, which takes as its starting point regulatory compliance wherever it may operate. In particular, it assumes responsibility for respecting cultural diversity and the customs and principles in force among the people and communities affected by its activities.

## 9. Responsibilities for the Code of Conduct

### 9.1 Responsibilities of all employees

All employees of BODEGAS LEDA VIÑAS VIEJAS, S.L. must comply with the following responsibilities:

- Comply with the principles and standards described in this Code.
- Comply with the laws, regulations and other rules that apply to your job.
- If in doubt, seek advice and counsel from your line manager or the Regulatory Compliance Unit.
- Participate in the training activities offered by BODEGAS LEDA VIÑAS VIEJAS, S.L.
- Report any non-compliance or violation of the conduct set forth in this Code.
- Collaborate, in good faith, in the development of internal controls and audits that may be carried out in order to help identify and correct deficiencies or weaknesses in BODEGAS LEDA VIÑAS VIEJAS, S.L.

### 9.2 Additional responsibilities of certain employees

Senior management, managers and all employees exercising audit or control functions have a number of additional responsibilities:

- To lead by example in their respective functions. Their behaviour must be a model of integrity.

- To ensure that the people under their responsibility understand the requirements of the Code and have the resources necessary to comply with them.
- To oversee compliance with the principles of this Code on the part of the people they supervise and direct.
- To pay attention to the behaviour of third parties representing BODEGAS LEDA VIÑAS VIEJAS, S.L., in order to guarantee behaviour consistent with that of BODEGAS LEDA VIÑAS VIEJAS, S.L.
- To provide support to employees who bring their questions and concerns to them.
- To denounce any irregular conduct they know about, in the terms regulated in the present Code of Conduct.
- To ensure that those who convey their doubts or concerns do not suffer reprisals.

## 10. Sanctioning procedure

The Regulatory Compliance Unit is the competent body to investigate and propose the appropriate sanction for any breach of this Code.

Both the investigation and the sanctioning decision shall be recorded in writing, stating the reasons, both as to the facts and as to the grounds.

An employee may not be punished without having previously been granted a hearing and the opportunity to present any evidence and allegations they deem appropriate.

The imposition of sanctions as well as any complementary management measures that may be adopted shall, in any case, comply with the provisions of the applicable legislation, the applicable Collective Bargaining Agreement and, where applicable, the internal guidelines established by the Regulatory Compliance Unit, which as a whole shall constitute the disciplinary system of BODEGAS LEDA VIÑAS VIEJAS, S.L.

If the Regulatory Compliance Unit considers that the decision is particularly relevant, due to the persons affected or the special significance of the matter, it shall forward it to the Management Bodies for adoption of the corresponding resolution. Complaints affecting senior executives or directors must be resolved by the management bodies.

The sanction shall be graduated, focusing on all concurrent circumstances, including the reporting or voluntary disclosure of the participant through the procedure foreseen in this Code.

The foregoing shall be understood to be without prejudice to the infringement that may derive from the provisions of applicable legislation and the civil or criminal liability that may be required in each case

## **11. Validity of the Code**

This Code shall enter into force on the day of its approval by the Company's Board of Directors and shall remain in force unless the Board of Directors agrees to its replacement or repeal.

The Code will be reviewed and updated as often as indicated by the Company's Board of Directors or by the person or persons to whom the Board of Directors has delegated to carry out such function.

This Code of Conduct is completed with the following documents approved by the Board of Directors of BODEGAS LEDA VIÑAS VIEJAS, S.L. or by the person or persons delegated by the Board of Directors:

- Protocol for action in the event of non-compliance with the Regulatory Compliance and Criminal Prevention Model of BODEGAS LEDA VIÑAS VIEJAS, S.L.
- Sistema disciplinario del Modelo de Cumplimiento Normativo y Prevención Penal de BODEGAS LEDA VIÑAS VIEJAS, S.L. (Disciplinary System of the Regulatory Compliance and Criminal Prevention Model of BODEGAS LEDA VIÑAS VIEJAS, S.L.)
- Confidential Whistleblower Channel Procedure for BODEGAS LEDA VIÑAS VIEJAS, S.L.

In the case of revision of the Code of Conduct, the documents complementary to the Code of Conduct indicated above shall be adapted accordingly.