



INTRODUCTION

In the current framework of the new regulatory requirements, JEM has established a crime prevention system or program. A key instrument in this system is to establish a Code of Conduct. With this Code, however, the organization not only aims to satisfy the legal standards in force today, but also seeks to go further by instituting a whole culture of respect and promotion of ethical standards. The approval of this Code of Conduct represents a further step in this direction and gives visibility to the organization's firm commitment to society, its needs, and its values. It is the responsibility of all the people participating in the JEM project to respect and fulfil this commitment. In the hands of all of them is the good progress of the organization, its good name, and its future

RECIPIENTS OF THE CODE

This Code of Conduct aims to establish the mandatory principles and rules that must govern the behavior of the people who work for the organization: workers, managers, and members of the board. The organization aspires that all these ethical guidelines will also guide the actions of other people and organizations that are within its scope of action and within its sector of activity: partners, customers, and suppliers, among others. To this end, it will promote and incentivize all of them to respect this Code

WHAT OBLIGATIONS DO I HAVE TO THE CODE?

<p>1. KNOW THE CODE AND FULFILL: You must respect the guidelines of conduct provided in the Code. It doesn't exempt for liability that the offending conduct was ordered by a superior</p> <p>2. IN CASE OF DOUBT, QUESTION: The code cannot foresee all possible situations and behaviours. Therefore, in case you are not sure on how to act, ask:</p> <ul style="list-style-type: none">• A superior• To a manager• To the Compliance Officer• Through "canal alerta" mail address: canalalerta@jem.es or to Calle Gorg, 5 Polígono Industrial Martorelles, Martorelles, 08107, Barcelona. <p>3. DO NOT TOLERATE BREACH OF THE LAW OR THE CODE. OBLIGATION TO COMMUNICATE NON-COMPLIANCE AND RISK OF NON-COMPLIANCE: In case you have knowledge, indication or suspicion of an infraction (or risk of infractions), legal or of the Code, you must</p>	<p><u>THE TEST OF DOUBT. IN CASE OF DOUBT, ASK YOURSELF:</u></p> <ul style="list-style-type: none">• Which impact would have my behaviour on those affected by it?• What would my family and friends think about my behaviour?• How would I feel if my conduct were made public?• How would I feel if I were affected by the behaviour?
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communicate it by any of the following means:

- A superior
- To a manager
- To Compliance officer
- Through "canal alerta, mail address: canalalerta@jem.es o or to Calle Gorg, 5 Polígono Industrial Martorelles, Martorelles, 08107, Barcelona.

TERMS AND DEFINITIONS

Below is the definition of some terms used throughout this Code which will be given a different meaning than usual:

- **Customers** – The term should be understood in a broad sense that includes, mainly, the organizations to which products are supplied or services are provided.
- **Suppliers.** – The term must be understood in a broad sense that includes, mainly, the suppliers strictly speaking, of services or goods and other natural or legal persons who have established a collaboration link with the company.
- **Professionals.** - The term must be understood in a broad sense that includes, mainly includes workers (whether salaried or self-employed, whether internal or external), managers and members of the company's administrative bodies.

GUIDELINES FOR CONDUCT WITH PROFESSIONAL PARTNERS

1. Discrimination and harassment

- 1.1. Do not discriminate or tolerate the discrimination of any partner, whether for reason of gender, ability, ethnic, religious, political, or sexual.
- 1.2. Do not harass or tolerate the sexual, work, or personal harassment of any partner.

2. Selection and promotion processes

- 2.1. In the selection and promotion processes of the workers, only objective criteria will be considered relative to the capacities, aptitudes, and merits of the candidates.
- 2.2. Do not hire officials or politicians who participate or who have previously participated in relevant matters that affect the direct interests of the organization. Neither to their close relatives (spouses, partners with a similar emotional relationship, children, parents, ...)

GUIDELINES OF CONDUCT IN RELATION TO THE ORGANIZATION

1. Accounting and documentation

Count all income expenses and operations with fidelity and accuracy. Never improperly omit, hide, or alter information. Keep documentation and records. It is very important that the organization and third parties can know and verify, if necessary, the reality of their economic and financial situation.

2. Simulations of operations and falsification of documents

Do not participate or tolerate simulating operations or falsifying documents because it's a means usually used to defraud or corrupt Suppliers, Customers or Public Administrations.

3. Justified, authorized documented and accounted expenses

- 3.1. The expenses you make in the exercise of your professional duties must respond to services rendered or goods delivered and to a legitimate economic purpose.
- 3.2. Do not dispense with the spending authorization of any person in charge of the organization when it is mandatory.
- 3.3. When you have discretion to decide the amount of the expense, make sure that is proportionate to the intended purpose and the economic possibilities of the organization.
- 3.4. All expenses, without exception, must be documented. You always must communicate the expense and deliver your documentary justification to the corresponding department, so that it is accounted and preserved.



4. Use of resources and email

- 4.1. Do not use the organization's resources and email for private purposes. Exceptionally, they may be used for private purposes in a timely and moderate manner and without harming the company or third parties, in the case of workers who are traveling. The organization may monitor and review the use you make and the information you have saved or that you have transmitted.
- 4.2. Never damage, alter, or delete data or electronic documents, or computer programs, or hinder or interrupt computer systems of the organization or third parties.

5. Industrial and intellectual property

- 5.1. The result of your intellectual work (inventions, programs, processes, techniques, systems, concepts, ideas, etc.) are property of the organization. Respect and protect these organizations-owned assets.
- 5.2. Respect the industrial and intellectual property of third parties. Especially:
- a) Do not download or use music, movies, photos or other copyrighted contents illegally. If you use content protected by rights, watch to obtain the mandatory authorization of its owner or the payment of the rights that protect the certain content.
 - b) Do not download or use unlicensed software.
 - c) Do not copy, imitate, or illegally take advantage of trademark, patents, and other industrial property rights of third parties.
 - d) Do not reveal or use business secrets or know how of third parties (Eg customer list, techniques, systems, reserved information on products, services, or strategies). And do not tolerate, allow, or encourage other Professionals in the organization to do so. In case of doubt about whether the information constitute a business secret or third-party know-how, consult the legal services and/or the compliance officer.

6. Data protection

Keep the personal data to which you have Access and make use respecting the regulations, policies, protocols, and controls adopted by the organization. Protect them from third party access and misuse.

7. Confidential

All information to which you have Access from Customers, Professionals or any third party that is reserved and/or private is confidential. Safeguard it and protect it from third party access. Even after the end of your relationship with the organization.



8. Presence in social networks

- 8.1. When you publish information or opinion on social networks as a professional of the organization, do it with prudence and good sense and make sure not to damage the image, dignity, privacy, or reputation of anyone. Do not upload photos if it's not with the prior authorization of a superior or following the policy approved by the organization.
- 8.2. When you publish information or opinion in your own name, do not mention your status as a Professional of the organization or make any reference that allows you to link with it.

9. Clandestine immigration

- 9.1. Do not help non-EU nationals enter or transit through Spain in violation of immigration regulations.
- 9.2. Do not help non-EU nationals stay in Spain in violation of the regulations on residence of foreigners.

COMMON CONDUCT GUIDELINES FOR SUPPLIERS AND CUSTOMERS

1. Conflict of interest

- 1.1. Do not make decisions, participate, or influence the decision-making process in matters in which you have a conflict of interest with the organization, Customers, or Suppliers. The conflict of interest exists when there is a collision, direct or indirect, between your personal interest and those of the organization, those of the Customers, or those of the suppliers. Personal interests must also be considered in relation to people who are related to oneself such as close family members or companies or organizations in which they have relevant, direct or indirect participation. Close relatives shall be understood as: spouse, partners with similar emotional relationship, children, parents, siblings, uncles/aunts, nephew, cousins and brothers-in-law.
- 1.2. When you find yourself in a conflict of interest situation, inform your superior or the Compliance officer. You should comply with the rest of the communication obligations regarding conflicts of interest that the organization may establish in its regulation or internal policies.
- 1.3. Do not participate, directly or indirectly, in organizations that are Customers or Suppliers of the organization without informing your superior or the person in charge of Management. Neither unduly divert business or activity of the organization to third parties.
- 1.4. Do not take advantage, for your own benefit or for those related to you, of an organization's business opportunity. Business opportunity is understood as the possibility of carrying out any transaction or economic activity that has arisen or has been discovered thanks to the tasks carried out in the organization or through the means and information that the organization has.
- 1.5. Do not use the name of the organization or involve your status as a member of it to improperly favour the performance of private operations or activities.



2. Offer, advertising and contracting of services

The offer, promotion, or advertising of services for Customers or compensation and commitments with Suppliers must be sincere, honest and must not be misleading. You must always inform Customers and Suppliers truthfully, transparently and without omissions of the conditions and characteristics of the contracting that is planned to be carried out. In case of doubt about whether advertising may be unlawful, consult the Compliance Officer.

3. Good faith in fulfilling the commitments

Make sure that the organization fulfils its commitments to Customers and Suppliers with honesty and good faith, without taking further advantage of the weakness, ignorance, or vulnerability of the other party or of the gaps or deficiencies of the contract.

4. Selection of suppliers

In the supplier selection processes you must respect the principles of transparency, objectivity, non-discrimination, and confidentiality.

- Transparency requires that the supplier selection processes are open to a plurality of suppliers, that the process is not kept reserved or secret and that the opportunity to present its offer to any interested supplier that meets the requirements is not denied requested.
- Objectivity forces the selection of suppliers based on criteria related to objective characteristics. Objective characteristics of the supplier itself (among other, experience, economic solvency, technical solvency, satisfaction of ethical, environmental, social or territorial demands, availability and commitment to regulatory compliance) and objective characteristics of its products or services (mainly quality and price, but also delivery or execution time, payment facilities, technical service, after-sales service, maintenance and other similar).
- Non-discrimination obliges not to discard or select a priori and arbitrarily any supplier. Everyone should have an equal opportunity to participate in the selection process and with the guarantee that all offers will be weighed in a fair manner and without unjustified favouritism.
- Confidentiality obliges not to disclose to any supplier the offer of others who participate in the selection process.

5. Illegal commissions

5.1. Do not ask for or accept, directly or indirectly, payments, advantages or compensations that are intended to influence your decisions to improperly favour third parties related to the activity of the organization.

5.2. Do not ask for or accept, directly or indirectly, payments, advantages or compensations that are intended to influence your decisions to improperly favour third parties related to the activity of the organization in order to improperly favour you or the organization.

5.3. Inform the organization of any indication or proof of this type of conduct within it



5.4. The organization will not accept donations from suppliers. Ensures that this commitment is fulfilled.

5.5. Donations from companies that are not suppliers are acceptable, but do not allow them to ask or offer to recommend or advise the products or services of the donor company.

6. Gift policy and commercial courtesies

6.1. Do not offer or accept gifts, directly or indirectly, to customers or suppliers.

6.2. The prohibition of offering or accepting or giving gifts has, as an exception: ~~those~~ gifts, or commercial courtesies of less than 50€ that occur in circumstances that are socially accepted as courtesy practices. The gifts between two people cannot exceed, together, 50€ per semester.

6.3. In any case you should accept or make gifts in the form of money or equivalents (gift cards, for example), not even in the cases provided in the previous section.

GUIDELINES OF CONDUCT WITH ADMINISTRATIONS, AUTHORITIES AND POLITICIANS

1. Transparency and cooperation

1.1. Act with honesty and integrity in all your contacts, efforts and actions before authorities and officials, making sure that all information, certifications, and statements you submit are truthful. Clear and without omissions.

1.2. Not hinder the functions, actions or requests for information made by officials in the legitimate exercise of their powers while they comply with current legislation.

1.3. Complies with administrative and judicial resolutions that are executive in nature, that affect the organization, professionals, suppliers, or customers; except if its execution is legally suspended.

2. Bribes and gifts

2.1. Do not offer or make, directly or indirectly, payments, advantages or compensations that are intended to influence the decisions of officials or authorities related to the activity of the organization so that it unduly favours you or the organization.

2.2. Inform the organization of any indication or proof of this type of conduct

2.3. Do not offer, directly or indirectly, gifts to officials, politicians, or authorities, unless they are in the circumstances and limitations provided in Gifts and Business Policy of this Code



3. Influence trading

- 3.1. Do not take advantage of personal or trusted relationship of yours or someone close to you with an official or authority to influence them to obtain a decision that generates, directly or indirectly, any financial benefit for the organization or third parties. The above conduct is also prohibited, although neither the official, authority or whoever influences the receive anything in return.
- 3.2. Do not ask for payments, gifts, or favours to use your personal or trusted relationship with any official or authority to influence them for the aforementioned purpose.

4. Tax obligations and with Social Welfare

- 4.1. Carry out your professional activity in such a way that the organization complies fully and correctly with its tax obligation and avoids practices that unlawfully avoid paying taxes.
- 4.2. Carry out your professional activity in such way that the organization complies fully and correctly with Social Welfare obligations and avoids practices that unlawfully avoid paying them.

MARKET AND COMPETITORS RELATED GUIDELINES FOR CONDUCT

1. Free market and unfair competition

- 1.1. Do not make agreements with competitors on prices, production volume, market distribution, boycotts, or any other type of practice that alters free competition in the market.
- 1.2. Do not apply practices of abuse of the organization's dominant position or unfair competition that unfairly harms other competitors or consumers.
- 1.3. Information from third parties, especially from competitors, must be obtained legally. In no case ask, accept, or use reserved confidential or secret information that belongs to third parties.

SOCIETY-RELATED GUIDELINES FOR CONDUCT

1. Money laundering

- 1.1. Ensures that the activities of the organization do not carry out operations in which capital of illicit or criminal origin is used.
- 1.2. Special attention must be paid to unusual operations such as:
 - High payments or collection with cash or bearer checks, or people, or organizations or banks accounts located in tax havens.
 - Payments or collections from third parties not mentioned in the contracts or for extraordinary operations not provided for in the contract.



- Impossibility of identifying the real owners of the participants in the operation or when they do not have a real activity, but only apparent.

1.3. Inform the organization of any indication or proof of this type of activity or any other that is suspicious or with indications of being irregular or illegal.

1.4. Apply the policy and protocols that may be approved by the organization for the prevention of money laundering.

2. Counterfeiting currency

When you receive cash and then find it to be fake, do not use it later to make any payments. Inform your superior to guard the counterfeit money and report it to the authorities.

GUIDELINES FOR CONDUCT RELATED TO THE ENVIRONMENT

1. In your actual professional performance, have a responsible behaviour towards the environment.
2. Apply the policy and protocols that the organization may approve for the conservation of the environment and to achieve the organization's sustainability objectives

APPLICATION OF THE CODE OF CONDUCT

1. Commitment to regulatory and ethical compliance. Obligations of the recipients of the Code of Conduct.

1.1. Commitment of the organization- The organization, with its administrative bodies in charge, undertakes to carry out its activity with full respect for the general and sectorial legality that is applicable to it, as well as, the ethical principles and guidelines for conduct set forth in this code.

1.2. Obligations of the professionals of the organization and third parties. – The workers, managers, and members of the administrative bodies and third parties related to the organization (when appropriate and possible) have the following obligations to this Code:

a) Comply with de Code of Conduct. – Know and comply with the conduct guidelines established by the Code of Conduct. Does not exempt from liability that the offending conduct was ordered by a superior.

b) In case of doubt, question. – If in doubt about the correctness of a behaviour, ask:

- To a superior,
- To a person of Management,
- To the Compliance officer,
- Or to the “Canal alerta”

- c) **Not tolerate non-compliance with the Law or the Code of Conduct. Obligation to report breaches.** – In case you have knowledge, indication or suspicion of any legal infringement or the Code of Conduct (even if it is from areas, services or functions outside of you) you must communicate it by any of the following channels to::
- To a superior,
 - To a person of Management,
 - To the Compliance officer,
- d) **“Canal de Alerta”.** – If for any reason you believe that the above is not appropriate or appropriate form, you can communicate it through the “canal alerta” mail: canalalerta@jem.es o to the address Calle Gorg, 5, Polígono Industrial Martorelles, Martorelles, 08107, Barcelona (Spain)

2. “Canal de Alerta”

2.1. Internal and external communication. – The “canal alerta” is a communication channel that is available to the professionals of the organization and to third parties related to the organization (for ex: customers, partners, volunteers, suppliers, collaborators, donors or sponsors).

2.2. Objective. – The channel has the objective of solving doubts about the legal or ethical correctness of a conduct and of receiving communications of infractions /(or risk of infractions) of the law or of the Code of Conduct to verify the facts and adopt the appropriate measures.

2.3. Functioning. – The channel is managed by the compliance officer with the support of external professionals. They are responsible to the processing and resolution of ethical or legal doubts and complaints. The principles and rules that will govern the processing and resolution of doubts and complaints are:

- a) The law allows anonymous complaints. The fact that the complainant must identify himself in no way means that his identity will be made public. Thus, the confidentiality of the complainant will be maintained with the only exception provided by law and when it is essential to investigate the facts.
- b) The investigation and verification of the denounced facts will be carried out with objectivity, impartiality and with the maximum possible discretion and reserve.
- c) There is a duty to collaborate in the investigation of the facts, to maintain the confidentiality of the collaboration provided and of the information related to the facts that are known.
- d) If a person is an author or participant in events that violate the law or the Code of Conduct and is the first to report it, any of the following benefits will apply:
 - If you are the only responsible, the sanction provided for in this Code will be moderate, as appropriate.

- If there are several persons responsible and you are the first person to report it, the sanction provided for in this Code will be moderate, as appropriate.
- e) Regardless of the above benefits, the Penal Code provides mitigating penal sanctions for those authors or participants in a crime who confess it, repair the damage caused to the victim or lessen its effects.
- f) Complaints will be filed when the facts turn out to be false or cannot be demonstrated (without prejudice to the duty to report it to the authorities when the reported facts are credible).
- g) No retaliation or sanctions will be taken against the complainant, even when the facts are false (unless the complaint was filed in bad faith and aware of its falsity ¿falsehood?).
- h) When the veracity of the facts is verified, the adoption of sanction and corrective measures will be promoted, and the facts will be reported to the authorities when legally required. The facts that, despite not having been proven have a credible existence will also be reported to the authorities.
- i) Once the process is completed, the results will be communicated to the accused and complainant.

3. Compliance office

The organization has designated a Compliance Officer who, by delegation from the management, has the function of supervising, independently and objectively, that the members of the organization (and other recipients of the Code of Conduct, where appropriate and possible) faithfully comply with said regulations and this Code. With this purpose, it will promote knowledge and compliance with this Code, resolve doubts that is interpretation may generate and manage the “Canal Alerta” channel.

4. Disciplinary regime and other reaction measures

4.1. Workers and Managers. – Failure to comply with the Code of Conduct by workers and managers will be penalized. The law and the collective agreement applicable to the organizations determine the sanctions that can be imposed and the process to do so.

4.2. Member of the board – Failure to comply with the Code of Conduct by members of board will be sanctioned through the application of disciplinary measures that may be provided for the statutes of the organization and will motivate the adoption of applicable legal actions and measures.

4.3. Third persons. – Failure to comply with the Code of Conduct by third parties related to the organization will entail the corresponding legal consequences and the contractual consequences that may be provided for in the contracts, agreements or covenants signed with them. The organization will promote legal and contractual reaction measures, when appropriate and possible, against these third parties.

5. Other sanctions and legal consequences



The sanctions provided in the previous section do not exclude the application of other sanctions, such as criminal penalties, and other legal consequences when so determined by law.

6. Code of Conduct distribution

The preventive effectiveness of the code of conduct requires that professionals of the organization and third parties related to the organization have knowledge of its existence and content. In order to determine the level and scope of distribution of the Code of Conduct, the following rules are established:

- a) The Code of Conduct will be made public in its entirety through the means indicated below. Without prejudice to this, the organization may also promote knowledge of the Code of Conduct by distribution extracts, summaries, or synthesis thereof by the same means or by others it deems appropriate
- b) The ways chosen to make the above information public are:
 - Email. – An email will be sent to professionals, customers, to whom Jem invoices an amount greater than €50.000 per year as well as suppliers who invoice more than €50.000 where they will be informed of the existence of the Code of Conduct and a full copy of it or a link that facilitates access to it on internet will be attached. This type of communications will be repeated at least once a year, whether the drafting of Code of Conduct has undergone any modification or not
 - Delivery of the Code of Conduct. - The Code of Conduct will be delivered to the organization's professionals by any means that allows their receipt to be recorded. This type of delivery will be repeated at least once a year, whether the code of Conduct has undergone any modification.