



REGULATORY COMPLIANCE POLICY



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01. INTRODUCTION

PANTOJA Grupo Logístico internal regulations are governed by the Code of Conduct, this Compliance Policy and the internal protocols and procedures that implement it.

El Código de Conducta, como tal, es la piedra angular que ampara y habilita lo desarrollado en materia de Cumplimiento Normativo. El Código, junto con las políticas y protocolos, establece el marco legal y ético en el que debe basarse la conducta de todos los miembros del Grupo, definiendo los estándares básicos de comportamiento, tanto a nivel interno como en relación con terceras personas con las que se mantenga algún tipo de relación profesional. De la misma forma, establece los valores básicos subyacentes a los que aspira PANTOJA Grupo Logístico en relación con el empleo, el trabajo y la seguridad, la protección ambiental, etc.

The Code of Conduct, as such, is the cornerstone that underpins and enables our work in the area of regulatory compliance. The Code, together with the policies and protocols, establishes the legal and ethical framework upon which the conduct of all members of the Group must be based, defining the basic standards of behaviour, both internally and in relation to third parties with whom we have any kind of professional relationship. Similarly, it sets out the fundamental values that PANTOJA Grupo Logístico aspires to uphold in relation to employment, work and safety, environmental protection, etc.

This is a framework for ensuring compliance with the law in all the company's activities and areas of operation, both internally and externally.

In accordance with the PANTOJA Grupo Logístico Criminal Risk Prevention Model, the risk of non-compliance must be identified, managed and reported to the Compliance Committee. This Policy provides guidance to all departments on how to establish, maintain and communicate an effective Compliance Management System.

Below is a summary of the main features of the Criminal Risk Prevention Model that has been implemented:

- The Department of PANTOJA Grupo Logístico is firmly committed to complying with the current legal framework, with a 'zero tolerance' policy, and, in accordance with this, takes the necessary measures to ensure this commitment is upheld. Consequently, senior management will always set an example by behaving in accordance with the above.
- Compliance within the Group affects all its areas and activities, including the day-to-day performance of duties in every role.
- The Criminal Risk Prevention Model that has been implemented is based on a documented process in which compliance risks are identified and assessed. The identification and assessment of risks must be carried out at fixed intervals (periodic review) or in response to a specific extraordinary event (changes in legislation, in the activities of Group companies, or unforeseen events arising during the implementation of the Programme).

- PANTOJA Grupo Logístico will draw up the documentation relating to the Risk Prevention Model, taking into account the results of the identification and assessment of the risks detected, including any necessary amendments to the Code of Conduct and to the internal policies affected by the risks identified.
- All members of the Group will receive ongoing training, which will be documented, on the matter in question.
- Any suspected breach will be investigated and dealt with as soon as possible, and precautionary and disciplinary measures will be taken where appropriate.
- PANTOJA Grupo Logístico operates a Whistleblowing Channel, the management of which is outsourced to external consultants, ensuring both the relevant investigations and the confidentiality and/or anonymity of users. The Company therefore encourages all staff and third parties to use this channel, and undertakes to safeguard the relevant guarantees, including the prohibition of reprisals against whistleblowers.
- Any breach will result in a sanction proportionate to the circumstances giving rise to it. The disciplinary regime is in accordance with the provisions of the Workers' Statute and the Company's Collective Agreement.
- The Compliance Committee, as the Group's supervisory body, shall draw up and provide compliance reports to management either at fixed intervals or in response to an extraordinary event which, due to its significance or scale, so requires.

02. OBJECTIVE AND SUBJECTIVE SPHERE

From an objective point of view, this Policy sets out, in more specific terms, PANTOJA Grupo Logístico commitment to upholding compliance with regulations, and provides general guidance to those who are part of or have dealings with the Group regarding the behaviour expected of them, with a view to preventing undesirable conduct and ensuring the effectiveness of the Criminal Risk Prevention Model.

With regard to the activities carried out by PANTOJA Grupo Logístico, risks must be prevented in the following areas:

At Juan Luis Pantoja e Hijos SL, risks must be prevented in the following activities:

- The management and administration of Spanish and foreign subsidiaries and associated companies, through participation in their governing bodies; the strategic and administrative management of its subsidiaries in Spain and abroad; the provision of economic, accounting, employment, budgetary, commercial, management, IT and financial services to those companies

The other companies that make up PANTOJA Grupo Logístico, are involved in transport, with certain specific features; therefore, risks must be mitigated in the following areas:

- División de Transportes JL Pantoja SL: National and international road haulage and logistics services, generally for full loads.
- Libertia Soluciones Logísticas SL: National and international road haulage and logistics services, generally for full loads.
- División de Líquidos JL Pantoja SLU: National road transport of dangerous goods.
- Cisternas Amarillo SL: Bulk transport in tankers of granular and powdered products, including both foodstuffs and raw materials for animal feed.
- Logística y Distribución JL Pantoja SLU: Storage and distribution of goods.
- Logística y Distribuição JL Pantoja Lda: Storage and distribution of goods.

From a subjective point of view, this Policy applies to the following groups:

- Members of the Board of Directors, senior management, employees or associates of any kind within the Group, regardless of the contract governing their employment relationship, the post they hold or the geographical area in which they carry out their work.
- Work experience students or interns.
- Departmental supervisors and Group executives, regardless of the contract governing their employment relationship, the post they hold or the duties they perform.
- In all cases, the officers/directors will be members of the management team, all divisional managers, and departmental/store officers and team leaders.

03. ZERO TOLERANCE FOR NON-COMPLIANCE

PANTOJA Grupo Logístico expressly prohibits its staff from committing criminal offences. To prevent such conduct, a series of policies, such as this one, have been established, which constitute the Company's internal regulations.

Any breach of these regulations will result in a penalty proportionate to the circumstances giving rise to it, as set out in the Disciplinary Procedure of PANTOJA Grupo Logístico, which is in accordance with the provisions of the Workers' Statute and the Provincial Collective

Agreement for the Public Road Haulage Sector, and the Second Transport Agreement to which the Collective Agreement refers.

04. DESIRABLE AND UNDESIRABLE ACTIVITIES OR BEHAVIOURS.

PANTOJA Grupo Logístico aims to ensure that all its staff carry out their duties and operations in the course of their daily work in full compliance with all applicable laws, regulations and specific rules. To this end, internal guidelines, policies and procedures are put in place to ensure that the Company complies with these laws and regulations.

In any event, and for the sake of clarity, a non-exhaustive list of examples of desirable and undesirable behaviour by individuals who form part of or have dealings with PANTOJA Grupo Logístico is set out below.

- Desired and required behaviours:
 - Show absolute respect for the law, refrain from taking part in any illegal activity and comply with the relevant criminal legislation.
 - Be familiar with and apply the laws relevant to your role, taking into account your area of activity and place of work.
 - Comply with and apply the established policies and procedures.
 - To demonstrate ethical behaviour in their professional activities, avoiding any conduct that could damage the Group's reputation.
 - To respect the principles and rules of fair competition.
 - To conduct professional dealings with accredited individuals or legal entities that carry out their activities in full compliance with current legislation.
 - Respect, integrity and equal treatment amongst colleagues.
 - Honesty and transparency in dealings with the Group's customers.
 - Apply environmental criteria when making decisions and comply with environmental regulations.
 - Ensure that goods comply with all legal requirements and safety measures relating to transport.
- Behaviour that is undesirable and prohibited by the organisation:
 - Failing to comply with the national or international regulations applicable to the performance of their duties.
 - Failing to comply with the Group's Code of Conduct, Policies or Procedures.
 - Involve PANTOJA Grupo Logístico with political parties.
 - Engaging in activities that may give rise to a conflict of interest with the Company.
 - Accepting any form of income, commission or benefit, for personal gain, that could be considered a gift and that arises from activities carried out on behalf of the Company.
 - Using one's work and position within the Company for personal gain.

- Any behaviour constituting an abuse of authority and any form of harassment or degrading treatment.
- Taking advantage of information and data to which one has access through the performance of one's duties to obtain personal documents, uncover secrets or infringe upon another person's privacy.
- Obtaining, using, altering, disclosing or transferring, without authorisation, confidential personal or family data recorded in files or on computer, electronic or telematic media, or in other records.
- Accessing, altering or modifying files or media containing confidential personal data without authorisation and to the detriment of a third party.
- Disseminating, disclosing or transferring to third parties any data, facts or images that have been discovered or captured (even if one has not been involved in their discovery, provided one is aware of their unlawful origin).
- Intercepting non-public transmissions of computer data.
- Disseminating images to third parties without the consent of the person concerned, even if they were obtained with their consent.
- Deceiving another person into carrying out an act of disposal to the detriment of themselves or another person.
- Obtaining, through computer manipulation or similar means, the unauthorised transfer of any asset to the detriment of another person.
- Producing, possessing, importing or supplying computer programmes intended for fraudulent purposes.
- To dispose of, encumber or lease movable or immovable property to another person whilst claiming a power of disposal which one does not possess.
- Disposing of movable or immovable property whilst concealing any encumbrances on it, or encumbering it before transferring it to the purchaser.
- Entering into a sham contract to the detriment of another person.
- Selling goods or services under misleading advertising.
- Acquiring, possessing, using or transferring property, knowing that it derives from a criminal activity committed by oneself or by any third party, or carrying out any other act to conceal or disguise its unlawful origin, or to assist the person who has participated in the offence or offences to evade the legal consequences of their acts.
- Seriously discriminating against a person in employment on the grounds of their ideology, religion or beliefs, family circumstances, ethnicity, race or nationality, national origin, sex, age, sexual orientation or gender identity, gender-related grounds, aporophobia or social exclusion due to kinship with other employees of the company, or due to the use of any of the official languages
- Inflicting degrading treatment, seriously undermining moral integrity. Carrying out hostile or humiliating acts constituting serious harassment in the workplace.
- Seizing, disclosing or transferring data or computer media in order to uncover a company's secrets. As well as disseminating, disclosing or transferring them to third parties.
- Any form of fraud against the Treasury or the Social Security system.
- Failing to comply with accounting obligations or falsifying such information.

- Transporting unauthorised goods or goods that do not comply with current legislation, and any act that could constitute smuggling, human trafficking or drug trafficking.
- Transporting explosives, flammable, corrosive, toxic or asphyxiating substances, or any other hazardous materials, in breach of established safety regulations.
- Failing to comply with environmental protection regulations when transporting goods.

It is the responsibility of all members of PANTOJA Grupo Logístico to contribute to the effective implementation of the Criminal Risk Prevention Model in our day-to-day work, avoiding any actions that might lead to the commission of any offence or contravention, and carrying out the tasks assigned by those members who have been given responsibilities in this regard.

05. ROLES, RESPONSIBILITIES AND AUTHORITY WITHIN THE ORGANISATION.

In the field of criminal liability, one of the fundamental principles is the 'tone from the top'. In other words, within PANTOJA Grupo Logístico, this 'spill-over effect' must start at management level and extend down to the very last employee, with everyone assuming, within the scope of their duties, the responsibilities relating to this matter.

The management of PANTOJA Grupo Logístico is responsible for developing and implementing a Compliance System based on the application of appropriate policies and procedures that ensure compliance with all applicable laws and regulations.

The appointment of the Compliance Committee does not relieve senior management of its ultimate responsibility for establishing an effective compliance system.

To ensure its effectiveness, it must be based on a model designed exclusively for PANTOJA Grupo Logístico and implemented to identify potential compliance risks. The powers and functions of the organisational units are explained in detail below:

- **Senior Management:** Must ensure the implementation of an effective framework, so that the Group has processes in place to deal with this matter appropriately and to ensure that these processes function correctly. In addition to requesting and receiving reports from the Compliance Committee, it shall carry out detailed monitoring of all matters arising in relation to this issue. The minutes of meetings must reflect the matters discussed relating to compliance and, where applicable, the measures taken.

Where, in the course of carrying out their duties, staff detect a potential breach or an imminent risk of a breach, they shall take immediate action to mitigate it.

In the event of any doubt as to the potential illegality of any activity or transaction, PANTOJA Grupo Logístico shall not proceed with it.

Management is responsible for ensuring the following:

- Development, issuance, monitoring and review of guidelines and policies.
- Providing appropriate training to all members of the Group.
- Where appropriate, carrying out internal audits of the Criminal Risk Prevention Model.
- Implementation of a disciplinary regime applicable to breaches.
- Ensuring that sufficient resources are available.

- **The Compliance Committee:** Shall carry out the following functions specific to this area:

- To ensure the implementation of this Policy and the appropriate procedures.
- To address any queries from Company staff on this matter.
- To organise appropriate and ongoing training on all matters relating to this subject.
- Review the Code of Conduct and other internal policies and procedures insofar as they relate to regulatory compliance on a fixed annual basis, without prejudice to urgent reviews arising from unforeseen circumstances, and propose any additional amendments deemed necessary.
- To inform senior management of any new legal developments that arise and that affect the Company in any way in its day-to-day operations, where there is a risk of non-compliance that has not yet been detected.
- Investigate any suspected breaches.
- Ensure that any regulatory compliance incidents that arise are resolved.
- Propose, where appropriate, regulatory compliance audits, specifying which areas should be covered by them.
- Prepare periodic reports, or ad hoc reports in exceptional circumstances, for senior management, and maintain dedicated communication channels with all areas of the company.

PANTOJA Grupo Logístico must make available to the Compliance Committee all the resources necessary and sufficient for the proper performance of its duties.

- **Department Heads:** The heads of each department or division must ensure that members of the organisation belonging to their department or division comply with, observe and enforce compliance with the requirements of the Criminal Risk Prevention Model.
- **Members of PANTOJA Grupo Logístico:** Everyone who is part of PANTOJA Grupo Logístico must:
 - To be familiar with and comply with this Policy, the Code of Conduct and all other company policies and procedures.

- To attend any training sessions provided on this subject.
- Should you become aware of any irregularities, you must report them via the Whistleblowing Channel.

06. COMPLAINTS CHANNEL

PANTOJA Grupo Logístico, has an Internal Information System, comprising:

- **Whistleblowing Channel:** Through which you can report, confidentially or anonymously, any irregularities that have occurred within the company or that may affect its operations. This Whistleblowing Channel is managed externally and can be accessed via the following link:

<https://grupopantoja.canalconformalegal.es>

- **Data Controller:** Who, in this case, is Mr Aitor Medina Juan.
- **Procedure for managing information and Procedure for using the Whistleblowing Channel,** which serve as a guide for users.

07. REVIEW AND IMPROVEMENT OF THE CRIMINAL COMPLIANCE POLICY

PANTOJA Grupo Logístico is committed to continuously reviewing and improving this Policy and the Criminal Risk Prevention Model. Reviews will, in all cases, be carried out annually, without prejudice to carrying out any extraordinary reviews that may be necessary due to regulatory changes or changes to the Group's structure, breaches of the programme or any other exceptional circumstances that may warrant such action.

ANNEX I

DOCUMENT CONFIRMING RECEIPT OF AND COMMITMENT TO THE REGULATORY COMPLIANCE POLICY FOR EMPLOYEES

In Seville, on _____ 2026.

Mr./Ms. _____, holder of
National Identity Card number _____, an **employee** of **Group company**,
residing at Camino de la Encinilla s/n, Santiponce, and with Tax Identification Number
B*****, **hereby** declares that he/she has received the **Regulatory Compliance Policy**
from the Company.

The employee is familiar with the content of the aforementioned Policy and undertakes
to observe and comply with the measures and guidelines contained therein and in the
Criminal Compliance System or Criminal Risk Prevention Model.

Furthermore, the employee undertakes to contribute to the continuous improvement of
the System, by carrying out the tasks entrusted to them for that purpose or by proposing
measures that may contribute to such improvement.

THE EMPLOYEE

THE COMPANY

Sgd.: _____

Sgd.: _____

ANNEX II

DOCUMENT CONFIRMING RECEIPT OF AND COMMITMENT TO THE REGULATORY COMPLIANCE POLICY FOR SUPPLIERS

In Seville, on _____ 2026.

Mr./Ms./the Company _____,
with National Identity Card (D.N.I.) or Tax Identification Number (C.I.F.)
_____, hereinafter referred to as the **supplier** of Group company with
registered office at Camino de la Encinilla s/n, Santiponce, and Tax Identification
Number (C.I.F.) B****, **hereby** declares that:

- He has received the **Regulatory Compliance Policy** from the Company.
- He is aware of the contents of the aforementioned Policy.
- He undertakes to observe and comply with the measures and guidelines contained therein.

This receipt is signed on the date and at the place indicated in the heading, in duplicate, but for a single purpose.

THE DATA SUBJECT

THE COMPANY

Sgd.: _____

Sgd.: _____

Version	Author	Date	Changes
1	External advisers Compliance Committee	December 2022	Creation
1	Joint director	22/05/2023	Approval
1	Compliance Committee	March 2024	Review with no changes
2	External advisers Compliance Committee	July 2024	Adaptation to the Group
2	Joint director	17 July 2024	Approval of the extension
2	Compliance Committee	February 2025	Review with no changes
2	Compliance Committee	February 2026	Review with no changes