



SEIDOR

# Public Procurement Policy

SEIDOR | 2025

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**Approved by:** Board of Directors

## Internal Regulatory Framework

These regulations are issued as a development and complement to section 6 of the Code of Ethics (CMP ET MC 01), with the aim of reinforcing SEIDOR's commitments to legality, transparency and ethics in its dealings with Public Administrations and public sector entities.

SEIDOR has established an **Integrated Compliance Management System**, whose central axis is the Code of Ethics (CMP-ÉT-MC-01) and has designed a structured set of Manuals, policies and procedures, including the Anti-Bribery and Anti-Corruption Policy (CMP AB PO 01), that establish the rules applicable to all the Group's entities in the area of regulatory compliance.

This **Public Procurement Policy** is part of the Integrated Management and Compliance System and develops the basic principles in this area already contained in those documents.

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## 1. Purpose

The purpose of this Public Procurement Policy (the “Policy”) is to set out the specific principles, criteria and controls governing SEIDOR’s participation in public procurement, tendering, collaboration or financing procedures in all the countries in which SEIDOR operates.

To ensure uniform and consistent interpretation, and to facilitate the understanding of all the documents that make up the Integrated Compliance Management System, capitalised terms in this Policy have the meaning attributed to them in the Code of Ethics.

## 2. Scope

This Policy must be complied with by all Employees and Associates and any third parties acting on behalf of SEIDOR.

Where there are specific versions or developments of this Policy arising from geographical or corporate particularities, those versions will also be binding within the scope determined in them.

Senior Management and the Board demonstrate their leadership in compliance by actively supporting the Integrated Compliance Management System by ensuring the necessary resources for its implementation, maintenance and continuous improvement.

## 3. Regulatory framework

The Policy develops the principles and guidelines contained in:

- Code of Ethics (CMP ET MC 01).
- The Criminal Risk Prevention Model (CMP RK MC 02) and its international version (CMP-RK-MC-03).
- The Anti-Bribery and Anti-Corruption Policy (CMP-AB-PO-01).
- The KYC and Third-Party Due Diligence Procedure (CMP DD PR 01).
- The Gifts, Hospitality and Courtesies Procedure (CMP AB PR 02).

All the above regulations are available on the corporate intranet or similar in each country, and those approved by the Board are also accessible on the corporate website.

## 4. Guiding principles

- **Strict compliance with the applicable public procurement legislation.** All activities related to public procurement must be carried out in accordance with national and international legislation concerning contracts with public administrations, and the obligations arising from the procurement policies of institutional clients.
- **Prohibition of Bribes, Facilitation Payments and Improper Advantages.** It is strictly prohibited to offer, promise or grant any direct or indirect payment, advantage or favour, monetary or otherwise, to public officials, representatives of state bodies, political parties or candidates.

It is also strictly forbidden to invite public sector clients to hospitality, leisure or courtesy



events not directly linked to professional or training purposes.

- **Quantitative limits and prior authorisation of courtesies.** Only gifts or invitations to public sector clients are admissible that are in accordance with the Gifts, Hospitality and Courtesies Procedure (CMP AB PR 02).

Any exceptions will require prior approval from the Global Compliance Committee.

- **Ethical participation in tenders and negotiations.** SEIDOR will compete in public procurement on the basis of the technical quality, innovation and sustainability of its solutions, and will refrain from exchanging information, agreeing prices or coordinating bids with third parties.

Under no circumstances will SEIDOR Employees and Associates be allowed to maintain unofficial or unregistered contacts with public officials during the competitive phases.

- **Enhanced management of conflicts of interest.** The Employees and Associates involved must declare that they do not have a conflict of interest and must refrain from participating in decisions if they have personal or economic links with public officials or contracting entities.
- **Due diligence and control of third parties.** Any intermediary, commercial agent or advisor involved in relations with Public Officials must comply with the KYC and Third-Party Due Diligence Procedure (CMP DD PR 01).

No third party may receive payments or fees that are unjustified or disproportionate to the services actually provided. The contracts must include appropriate clauses covering corruption and bribery risks.

- **Confidentiality and responsible handling of public information.** The information obtained from tenders, plans or institutional communications must be used exclusively for legitimate purposes and stored in accordance with Company's information security and data protection policies.

## 5. Prohibited conduct

Within the framework of Public Procurement, all Employees and Associates acting on behalf of SEIDOR must act in accordance with the highest standards of transparency, legality and impartiality.

To ensure the correct application of this Policy, the following are examples of situations that may involve, or appear to involve, a conflict of interest in relations with Public Administrations, international organisations or public sector entities. This list is not exhaustive and any similar cases should be promptly reported to the Global Compliance Committee for assessment.

- Participating in a public procurement procedure in which a family member or related person is a member of the contracting authority or of the evaluation board.
- Advising or influencing administrative decisions while maintaining a personal or financial interest in tendering companies or contractors of the same body.
- Accepting invitations, gifts or benefits from public officials or institutional representatives

with whom one has a professional relationship.

- Not declaring ties of kinship or economic interest with officials or representatives of an Administration with which SEIDOR contracts or collaborates.
- Engaging in off-the-record meetings or informal dealings with public officials or representatives during the process of awarding or performing contracts.
- Maintaining economic or political links with associations or foundations related to the administrations with which SEIDOR has commercial relations.
- Accepting or making procurement recommendations or orders proposed by authorities without technical criteria or an accredited competitive process.
- Providing non-public or privileged information on tenders, projects or institutional collaborations to persons with private interests.
- Using former professional or personal links with public officials to obtain preferential treatment or undue advantage.

Any interactions with Public Administrations must be carried out with integrity, transparency and in full adherence to the internal rules of compliance and the principle of impartiality that governs SEIDOR's actions.

In addition to the Anti-Bribery and Anti-Corruption Policy (CMP AB PO 01), the following conduct is expressly prohibited in the context of tenders and relations with the public sector:

- Manipulating or altering tender or award processes (e.g., by falsifying information, technical data or documentation, or by engaging in collusive arrangements with competitors that limit free competition).
- Offering or accepting undue advantages, compensation or benefits in money or kind, directly or indirectly, to officials, public representatives or any third party with decision-making capacity or influence in the procurement procedure.
- Omitting or falsifying relevant information in tenders, invoices, certifications, monitoring reports or contract performance reports, with the purpose of obtaining or maintaining awards or economic advantages.
- Misusing or improperly disseminating confidential or privileged information obtained during the procurement process or performance of the contract, including information about administrations, competitors or third parties.
- Participating in decisions or actions when there is a direct or indirect conflict of interest, either on the part of the employee or of a related third party, without having previously notified the Global Compliance Committee.
- Circumventing the internal control, review or prior approval procedures established by the Legal Department or the Global Compliance Committee for tenders and contracts related to public entities.
- Interfering with, or attempting to influence, administrative decisions through unauthorised procedures, communications or meetings outside the established institutional or documentary channels.

- Carrying out actions contrary to the rules of competition or transparency, such as informal price agreements, exclusion of bidders, market sharing or any practice that could undermine free competition.

Any conduct that fits into the above cases will constitute a serious breach of the Integrated Compliance Management System and may entail the corresponding disciplinary or contractual measures, without prejudice to immediate reporting to the Global Compliance Committee and, where appropriate, to the competent authorities.

SEIDOR is committed to participating in public procurement processes in compliance with the highest standards of fair competition. Any conduct, agreement or practice aimed at restricting, limiting or manipulating free competition in public tenders is expressly prohibited, including the coordination of bids, market sharing, price manipulation, and the constitution of Temporary Joint Ventures (UTE), or any type of similar joint ventures carried out in the various jurisdictions where SEIDOR operates, or subcontracting that does not respond to legitimate technical needs, and whose purpose is to eliminate competition.

Likewise, it is forbidden to participate in public tenders together with competitors, shareholders or third parties in joint ventures, or any type of similar joint venture in the various jurisdictions where SEIDOR operates, or in subcontracting arrangements, when the aim is to increase the chances of being awarded the contract by excluding other bidders.

Examples of this expressly prohibited conduct include:

- Price fixing or coordination between competitors before submitting bids.
- Submission of “cover bids” (bids that are deliberately high, unfeasible or that have terms that are known will be rejected) to simulate competition and favour a pre-determined winner.
- Arrangements to withdraw, not submit or cancel tenders so that the contract will be awarded to the previously designated tenderer.
- Market or client sharing, agreeing not to compete in certain areas or with certain contracting authorities.
- Systematic rotation of awards between companies that agree to take turns winning contracts over several tenders.
- Constitution of Temporary Joint Ventures (UTE), or similar associations, or subcontracting agreements, whose sole purpose is to eliminate competition and increase the likelihood of being awarded a contract.
- Exchanging sensitive information between competitors to align offers and avoid real competition.
- Simulating technical or commercial justifications to bundle services and make it difficult for third parties to enter.
- Using algorithms or digital systems to coordinate anti-competitive behaviour in an automated way.



## 6. Relations and procurement with public administrations

Employees and Associates must strictly comply with the legal, contractual and procedural rules applicable to public procurement, ensuring at all times the traceability and documentary transparency of relations with public sector entities.

Any institutional interaction with public bodies, agencies or actors will be governed by the following principles and procedures:

- **Public procurement.** Transactions with public sector entities must strictly comply with the tendering, awarding, performance and justification processes defined in the applicable legislation, guaranteeing full respect for the principles of free competition, equality, transparency, non-discrimination and efficiency in the use of public funds.
- **Formal recording of interactions.** Any communication, procedure, proposal or document addressed to the Administration must be processed exclusively through the formal channels allowed by the legal and contractual procedures in each case, and any parallel, off-the-record or informal action is prohibited.
- **Traceability and archiving of files.** The project manager must ensure the orderly archiving and complete preservation of all related documentation (tenders, mailings, minutes, communications, meetings, decisions, contracts, amendments and annexes) for at least 10 years on each country's intranet, ensuring they are open to internal audits and external reviews.
- **Prevention and reporting of irregular conduct.** Any indication of favourable treatment, undue pressure, irregular solicitation or attempts to influence on the part of civil servants or intermediaries must be reported immediately and confidentially through SEIDOR's Ethics Channel.
- **Control of third parties, consultants and intermediaries.** The intervention of agents, advisors, consultants or representatives before public bodies will require prior authorisation from the Global Compliance Committee and the signature of a contract with specific clauses on:
  - A commitment to anti-corruption and integrity;
  - The right of SEIDOR to conduct an audit;
  - Automatic termination for breach of ethics.
 These contracts must be kept in the relevant SEIDOR archive.
- **Management of conflicts of interest.** Any Employee or Associate involved in public procurement processes must sign, on an annual basis or before the start of each significant project, a Declaration of Absence of Conflict of Interest (CMP AB FR 01) and immediately report any situation that may affect their independence or objectivity.

## 7. Ethics channel

SEIDOR has a confidential and secure Ethics Channel, accessible via the website <https://compliance.seidor.com/#/>.

SEIDOR Employees and Associates have the duty to use this channel to report any illicit behaviour, irregularity or infringement they detect that could be contrary to the Code of Ethics and its internal development regulations, in accordance with the Reporting and Ethics Channel Procedure (CMP-DC-PR-05) and may raise any queries that may arise regarding the application or interpretation of the Code of Ethics and its internal development regulations.

Complaints and reports of possible breaches will be handled by the Global Compliance Committee in a confidential, objective and independent manner, in accordance with SEIDOR's Reporting and Ethics Channel Procedure.

The protection of the identity of the whistleblower and the absolute prohibition against any act of retaliation or discrimination will be guaranteed, provided that the report was made in good faith and on the basis of a reasonable belief.

## 8. Controls

The assessment of risks related to issues with public administrations must be performed at least once a year, or when there are significant changes in the geographical, operational or regulatory environment. The results of this assessment must be documented and will be used to review the controls and mitigation measures.

In addition, the risks associated with corruption and bribery in relations with public administrations are periodically identified and assessed on a global basis, both in Spain and at the level of the international subsidiaries. The results are reflected in the corresponding risk maps. Based on the results of the risk maps, each year the Global Compliance Committee determines the risk threshold above which the level of control should be increased and proposes the necessary improvement actions to the Board.

The findings of the controls will be incorporated as a basis for improvement for action plans and continuous improvement of this Policy, ensuring continuous feedback of the Integrated Compliance Management System.

The financial and non-financial controls must be designed and implemented in coordination with the accounting and internal audit areas, ensuring traceability of all transactions and accounting records relating to payments, donations, fees and entertainment expenses.

## 9. Training and communication

SEIDOR will promote the continuous and regular training of all Employees and Associates in integrity, prevention of corruption and management of conflicts of interest, ensuring that they have the necessary knowledge, skills and awareness to act in accordance with the highest ethical standards and the principles of this Policy.

This Policy will be actively disseminated and made publicly available through the corporate intranet or equivalent in each country, ensuring that it is known and understood by all Employees and Associates, commercial partners and related third parties. It may also be incorporated into contracts or agreements with strategic partners and suppliers, reaffirming a shared commitment to transparency and business integrity.

## 10. Oversight, monitoring and review

The Global Compliance Committee will be responsible for overseeing the proper implementation, compliance and effectiveness of this Policy, ensuring that its principles are integrated at all levels of the organisation.

Its duties include carrying out regular audits and controls, preparing follow-up reports for senior management and proposing corrective or improvement actions if deviations or risks of non-compliance are detected.

Furthermore, this Policy must be reviewed by the Global Compliance Committee at least once a year, or whenever relevant regulatory, structural or operational changes occur that may affect its scope or application. These reviews will be formally documented and their findings will serve as a basis for updating this Policy and the other documents of the Integrated Compliance Management System. SEIDOR will promote continuous improvement according to the Plan Do Check Act cycle.

## 11. Consequences of violations

Any violations of this Policy or any related procedures will be subject to formal and documented investigation, in accordance with the mechanisms established in the Disciplinary Procedure for Violations (CMP DC PR 05) and other internal SEIDOR regulations.

These violations may lead to the imposition of disciplinary measures proportional to the seriousness of the facts, including the labour, civil or criminal sanctions provided for in the legislation in force.



In addition, the Global Compliance Committee must ensure that any incidents are assessed objectively, the actions taken are documented and corrective measures aimed at preventing future violations are implemented.

## 12. Document control and approval

This Policy was approved by SEIDOR's Board on 28 November 2025 and forms part of SEIDOR's Global Compliance System as document CMP-AB-PO-03.

### Version control:

Version	Date	Description of change	Manager	Approved by:
1.0	28/11/2025	Initial issuance of the Public Procurement Policy	Compliance Area Global Corporate	Board of Directors

<p>On behalf of the Board <b>Sergi Biosca Arpa</b></p> 	<p>The head of the Global Compliance Committee <b>Ainhua Santamaría Benito</b></p> 
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### CMP AB FR 01 – Declaration of Absence of Conflict of Interest

Project / Contract: \_\_\_\_\_  
 Seidor Group Company: \_\_\_\_\_  
 Department / Area: \_\_\_\_\_  
 Employee's position or job: \_\_\_\_\_

### Declaration:

I, the undersigned, in my capacity as a participant in contracting, tendering or institutional collaboration processes with public or governmental entities, and in compliance with the Public Procurement Policy (CMP AB PO 03) and the Anti-Bribery and Anti-Corruption Policy (CMP AB PO 01), state the following under my responsibility:

1. I understand and accept the principles of integrity, transparency, impartiality and fair competition established by the Code of Ethics and other internal regulations of the Seidor Group's Global Compliance System.
2. I am not and have not been involved in any situation that could constitute a real, potential or apparent conflict of interest in relation to the decisions, procedures or actions carried out in the framework of the contracting procedure or public project in question.
3. I have no personal, family, professional, political or economic interests that may influence, or

appear to influence, my objectivity, independence or professional judgement when representing or acting on behalf of Seidor before public authorities or entities.

**4.** I agree to immediately notify the Global Compliance Committee or my line manager in writing of any change or circumstance that could give rise to a conflict of interest or compromise my independence.

**5.** I am aware that a false or incomplete statement would constitute a material breach of Seidor's compliance policies and could result in appropriate internal or contractual consequences under the laws in force in the applicable jurisdiction.

Date: \_\_\_\_ / \_\_\_\_ / 20 \_\_\_\_

Place: \_\_\_\_\_

First and last names: \_\_\_\_\_

Signature: \_\_\_\_\_

[Internal note:

This declaration must be signed by anyone on Seidor's Public Sector team or any related third parties involved in contracting or collaboration processes with public entities.

The original must be filed electronically together with the file documentation in [fill out].





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