

ETHICS CHANNEL MANAGEMENT PROCEDURE (MASMOVIL GROUP MANAGEMENT INFORMATION SYSTEM)

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1. INTRODUCTION

The Representatives and Employees of the GRUPO MASMOVIL have the duty, in accordance with article 31 bis 5.4º of the Criminal Code, to highlight the alleged breaches that they may detect of the Code of Ethics, Organization Model and Criminal Risk Management of the GRUPO MASMOVIL and of the internal regulations of the GRUPO MASMOVIL or of the current legislation applicable to each company, as appropriate.

In March 2023, Law 2/2023 *on the protection of persons reporting on regulatory and anti-corruption breaches* entered into force, transposing Directive 1937/2019 *on the protection of persons reporting on breaches of Union law* (the "Directive") with the primary objective of facilitating the reporting of breaches by obliging companies to implement an information system for infringements and ensuring the protection of Whistleblowers from regulatory breaches.

The MASMOVIL Group has for years had an Ethical Channel approved by its Board of Directors, which was open to third parties and with the possibility of making communications anonymously after its modification of September 29, 2022.

By virtue of this document, the Board of Directors of the MASMOVIL Group, as responsible for the implementation of the internal information system, approves the adaptation of the operation of its Ethical Channel to the requirements of the aforementioned Law 2/2023, of February 20, demanding compliance with its principles, and in particular those of independence, autonomy, comprehensive protection of the Informant and the express prohibition of retaliation to persons who make a communication in accordance with the provisions of said Law.

2. PURPOSE AND SCOPE

For the purposes of this document, it shall be understood by:

- ▶ **GRUPO MASMOVIL o GRUPO:** all the companies that make up the MASMOVIL business group, headed by its parent company LORCA TELECOM BIDCO, S.A. and all the companies over which it exercises control pursuant to the applicable commercial legislation.
- ▶ **Employees:** any natural person who maintains employment relationship with any of GRUPO MASMOVIL companies, including all managers and people with organization and control powers, and any person providing employment services for any of these ones, whatever their contracting regime.
- ▶ **Representatives:** the legal representatives of the GRUPO companies, including the legal administrators, and those who act individually or as a member of a body of the GRUPO companies who is authorized to make decisions on their behalf, including the administrators of fact or other external control bodies, and any natural or legal persons linked to the GRUPO companies by legal relationships and/or of any nature other than labor, acting on its behalf.
- ▶ **Third Party:** any natural or legal person who provides services to the companies of the GRUPO MASMOVIL, through a relationship other than labor and that is not included in the definition of Representatives, including operators, suppliers, contractors, call center, distributors, collaborators.
- ▶ **Criminal Risks Organization and Management Model of the GRUPO:** organizational model aimed at preventing the commission of crimes, through a series of rules, bodies and procedures that bind and must respect all the people linked to the GRUPO.
- ▶ **Interest Group:** all persons and entities affected by the activity of the MASMOVIL Group.
- ▶ **Informant:** Employee, Representative, Third Party or, in general, person affected by the activity of the MASMOVIL Group who informs through the Ethical Channel of facts that suppose a contravention of the Code of Ethics, the Criminal Risks Organization and Management Model of the MASMOVIL Group and/or the applicable internal or external regulations.
- ▶ **Consultant:** Employee, Representative, Third Party or, in general, person affected by the activity of the MASMOVIL Group that raises through the Ethical Channel a query on interpretation or application of the Code of Ethics, the Criminal Risks Organization and Management Model and/or the applicable internal or external regulations.

3. THE ETHICAL CHANNEL AS AN INFORMATION SYSTEM

The Representatives and Employees of the GRUPO MASMOVIL have the duty, in accordance with article 31 bis 5.4º of the Criminal Code, to highlight the alleged breaches that they may detect of the Code of Ethics, Criminal Risks Organization and Management Model of the GRUPO MASMOVIL and of the internal regulations of the GRUPO MASMOVIL or of the current legislation applicable to each company, as appropriate.

The MASMOVIL Group makes available to its Employees, Representatives, Third Parties and Stakeholders the Ethical Channel, as an Information System that can be used by any person to report the facts that involve a contravention of the Code of Ethics, the Criminal Risks Organization and Management Model of the MASMOVIL Group and/or the applicable internal or external regulations, as well as to formulate any type of consultation on compliance. Therefore, the Channel is designed, established and managed in a secure manner, with a guarantee of confidentiality and protection of the Informants, even allowing the presentation and subsequent processing of anonymous communications, with a dual purpose:

- i. on the one hand, as an instrument to clarify the queries of Employees, Representatives and Third Parties in a centralized and homogeneous way; and
- ii. on the other hand, as a confidential and secure way to communicate to the Compliance Officer those behaviors that contravene the GRUPO MASMOVIL Criminal Risks Organization and Management Model and/or the legislation in force.

These communications may be made by any Informant or Consultant, in writing or verbally, through the external communication tool located at <https://masmovil.integrityline.com> and accessible from:

- The "Ethical Channel" section of the MASMOVIL Group's corporate website (<https://Grupomasmovil.com/es/conocenos/Canal-etico/>).
- The "Ethical Channel" section of the web pages of the trademarks of the MASMOVIL Group.
- The "Ethical Channel" section of the corporate intranet accessible to all Employees.

In order to offer the greatest guarantee of confidentiality and security of the internal information system, the MASMOVIL Group has contracted with a third party a communication tool external to its organization for the management of the Information System, a third party that in any case offers adequate guarantees of respect for confidentiality, data protection and the secrecy of communications.

All data contained in communications received or made from the Ethical Channel will remain encrypted, guaranteeing the complete anonymity of the Informant if he so wishes.

Employees and Representatives may also send their communications by physical delivery in writing to the Compliance Officer, and Third Parties and other Stakeholders

may do so by writing to the attention of the *Compliance Officer* of the MASMOVIL Group, at the address Avenida de Bruselas, 38, Alcobendas, 28028, Madrid.

The management of this Channel will be carried out by the Compliance Officer of the MASMOVIL Group, together with the Ethics Committee and with the support of the person/s of its Area expressly designated for this purpose by the Compliance Officer and the Chief Legal Officer of the MASMOVIL Group, who must sign a specific confidentiality agreement.

The MASMOVIL Group will communicate the existence of this Ethical Channel to all its recipients, providing precise information on the form and manner of making communications.

The processing of queries and complaints will be carried out in accordance with the following procedures:

3.1. INTERNAL PROCEDURE

3.1.1 CONSULTATIONS INTERNAL PROCEDURE

I. SCOPE OF APPLICATION

This procedure is applicable to inquiries about the interpretation or application of the Code of Ethics, the Criminal Risks Organization and Management Model and the applicable internal or external regulations.

II. REQUIREMENTS FOR SUBMISSION

When making the communication, the Consultant may indicate an address or email for the purpose of receiving notifications.

Queries made through this Channel or received from the business area or other areas of the MASMOVIL GROUP may be made, in writing or verbally through the voice messaging system available in the Ethical Channel and must:

- a) Identify the consulting Employee (name, surname and ID) and the department to which he/she belongs to.
- b) Indicate the facts or documents that are the object of consultation and, if known, the rules that he/she considers should be interpreted, applied or that may conflict.

III. REGISTRATION AND ACKNOWLEDGEMENT OF RECEIPT OF THE CONSULTATION

Upon receipt of the query through the Ethical Channel or the business area, the Compliance Officer must acknowledge receipt of it within 7 days and

register the query in a special registry. The answer provided shall also be included in the registry.

IV. PREPARING THE ANSWER TO THE CONSULTATION

The Compliance Officer shall be responsible for preparing the response to the query and communicating it directly to the Consultant.

V. COMMON RULES IN THE MANAGEMENT OF CONSULTATIONS

- a) The response to the query shall be communicated to the Consultant by *the Compliance Officer* within a period not exceeding one month from receipt of the communication or, if no acknowledgment of receipt was sent to the Informant, one month from the expiration of the period of seven days after the communication is made.
- b) All responses to Consultations received must be reported to the Ethics Committee.
- c) The *Compliance Officer* must file the email with the communication of the response to the Consultation.
- d) The *Compliance Officer* shall annually disseminate among the Employees and Representatives of the GROUP a summary of the consultations received, which shall serve as a reference or guideline of behavior to the rest of the Employees and Representatives. This summary will not identify the persons who have requested the consultations. The dissemination of this summary may be done by informative email, publication on the Employee Portal or through any other means considered pertinent.

3.1.2 INTERNAL PROCEDURE FOR COMPLAINTS AND INVESTIGATIONS

I. SCOPE OF APPLICATION

This procedure is applicable to (i) the complaints for non-compliance with the Code of Ethics, of the Criminal Risk Organization and Management Model or derived from any other type of regulatory non-compliance, received through the Ethics Channel; and (ii) the investigations that are begun at the initiative of the Compliance Officer or the Ethics Committee, due to the knowledge that they have of irregular events, in the performance of their functions, which could be considered as a breach of the regulations, as mentioned above.

All this, with adequate protection against retaliation that may be suffered by natural persons who report any of the actions or omissions established by Law 2/2023 and that consist of actions or omissions of European Union Law under the terms of Article 2.1 of the aforementioned Law, or that may constitute a criminal or administrative offense.

II. SUBMISSION AND RECEIPT OF COMPLAINTS

- a) As an internal information system, the MASMOVIL Group enables an Ethical Channel, accessible to Employees through the corporate intranet, and to all its Representatives, Third Parties and/or Stakeholders through the corporate website of the MASMOVIL Group and the different web pages of the Group's trademarks.
- b) When making the communication, the Informant may indicate an address or email address for the purpose of receiving notifications.
- c) Complaints sent to the Ethical Channel must include:
 - ▶ The data that the Informant possesses of the accused, especially, name, surname, ID and address or department to which he belongs to.
 - ▶ The truthful, precise and verifiable arguments and/or evidence that supports it.

Likewise, complaints may identify the complainant or may be made anonymously.

In the event that anonymous complainants report incidents without any justification and repeatedly, the Compliance Officer shall be empowered to investigate the origin of such complains (in accordance with this procedure) and propose the appropriate disciplinary measures against those who report conducts anonymously and with obvious bad faith.

- d) An acknowledgment of receipt of the communication must be sent to the Informant within seven calendar days of receipt, unless this may jeopardize the confidentiality of the communication.
- e) The maximum period for responding to the complaint may not exceed three months from receipt of the communication or, if an acknowledgement of receipt has not been sent to the Informant, three months from the expiry of the period of seven days after the communication is made, except in cases of particular complexity that require an extension of the deadline, in which case, it may be extended up to a maximum of three additional months.

III. RIGHTS OF THE INFORMANT

Informants shall have the right to the application of the protection and support measures contained in Law 2/2023.

The MASMOVIL GROUP prohibits, and may not adopt any retaliation, threat of retaliation and/or attempted retaliation or act that may have a negative consequence for the Informant, for the fact of having complied with its obligation to communicate any fact that could constitute an infringement of the Code of Ethics or related regulations. The *Compliance Officer* will execute the necessary measures to guarantee this right.

Users of the Ethical Channel may at any time exercise their rights of access, rectification, cancellation and opposition with respect to their personal data by written communication addressed to the registered office of the MASMOVIL GROUP, accompanying a photocopy of their ID and indicating the specific right they wish to exercise, without prejudice to the duty to keep the aforementioned data.

IV. CONFIDENTIALITY OF THE INFORMATION SYSTEM

The Compliance Officer, the members of the Ethics Committee and those persons involved in the processing and investigation of complaints, shall maintain the confidentiality on all data to which they have access in the management of the Ethical Channel, unless such information is required by a competent authority.

Those Employees, Representatives or Third Parties who receive a consultation or complaint of those regulated in this Procedure, must immediately send it to the Compliance Officer through the Ethical Channel.

V. RECEIPT AND RECORD OF COMPLAINTS OR INITIATED INVESTIGATIONS

The Compliance Officer must:

- a) Register in a special registry both the complaints received through the Ethical Channel, as well as the investigations initiated. In this registry, the actions carried out and the documentation generated in their processing and resolution will be kept up to date.
- b) Provide for the possibility of maintaining communication with the Informant and, if deemed necessary, of requesting additional information from the Informant.
- c) Ensure that the affected person is informed of the actions or omissions attributed to him, as well as his right to be heard at any time.
- d) Respect the presumption of innocence and the honor of the persons affected.
- e) Respect the provisions on the protection of personal data.
- f) Send the information to the Public Prosecutor's Office immediately when the facts could be indicative of a crime. In the event that the facts affect the financial interests of the European Union, it shall refer them to the European Public Prosecutor's Office.

- g) Immediately notify the Ethics Committee of the registration of a new complaint or investigation initiated (when it has been initiated exclusively by the Compliance Officer).
- h) Notify the Audit and Control Committee, and the Lorca Board of Directors of all internal investigation procedures in which there are criminal indications, from the moment in which it becomes aware of said indications, as well as the final report that puts an end to said procedure.

The following rules will apply when the *Compliance Officer*, the members of the Ethics Committee or the Board of Directors of Lorca could be affected by the complaint or the investigation initiated:

- a) If the complaint shall affect the Compliance Officer, the complaint must be forwarded to any of the members of the Ethics Committee, who shall be responsible for the investigation of the complaint and for issuing the final report with the corresponding conclusions and proposals. The Compliance Officer may not participate in any of the processing and resolution phases of the complaint.
- b) If the complaint affects a member of the Ethics Committee, the complaint shall be forwarded to the Compliance Officer, who shall notify it to the Ethics Committee, excluding the affected member from such notification. The member of the Committee concerned may not participate in any of the processing and resolution phases of the complaint.
- c) If the complaint affects all the members of the Ethics Committee, the complaint shall be forwarded to the Compliance Officer, who shall be exclusively responsible for the investigation of the complaint and for issuing the final report with the relevant conclusions and proposals. None of the members of the Ethics Committee may participate in any of the processing and resolution phases of the complaint.
- d) If the complaint affects the Compliance Officer and the members of the Ethics Committee, the complaint shall be sent directly to the Lorca Board of Directors, through the person who chairs the Audit and Control Committee or the Secretary of the Board of Directors, who shall be responsible, by his/her own means, for the investigation of the complaint and for issuing the final report with the corresponding conclusions and measures. The Compliance Officer and the Ethics Committee may not participate in any of the processing and resolution phases of the complaint.
- e) If the complaint affects a director or the entire Lorca Board of Directors, it shall be forwarded in the same way to the Compliance Officer, who, together with the Ethics Committee, shall be responsible for ensuring adequate instruction and issuing the final report with the conclusions and the proposed measures, which must be submitted to the Lorca Board of Directors, excluding the affected director or directors.

VI. ADMISSION OR FILE OF COMPLAINTS

The Compliance Officer and the Ethics Committee must meet within 7 business days, from the receipt of the complaint and taking into account the urgency of the case, in order to carry out a preliminary analysis of the reported facts and, in view of them, they shall decide:

- a) the filing of the complaint when it is unfounded or not serious enough, by unanimous decision of the Ethics Committee and the Compliance Officer; or
- b) the opening of the investigation phase when any of the members of the Ethics Committee or the Compliance Officer, considers that there are sufficient indications to initiate an investigation.

The investigation phase shall also begin when the investigation has been requested by the Compliance Officer or any of the members of the Ethics Committee.

The Compliance Officer shall record in the complaint register the decision taken of not initiating an investigation. This decision shall not prevent the subsequent reopening of the investigation if additional information should be received.

VII. NOTIFICATION OF THE ADMISSION OR INADMISSIBILITY OF THE COMPLAINT

The Compliance Officer must:

- a) Notify the complainant about the admission or reasoned inadmissibility of the complaint, except for anonymous complaints.
- b) In case of admission, notify the defendant, specifying the deadline for him to allege what he deems appropriate.

However, in those assumptions in which there is a significant risk that such notification shall jeopardize the ability to effectively investigate the complaint or collect the necessary evidence, the notification to the respondent may be delayed for as long as such risk exists. In any case, said period shall never exceed two months from the receipt of the complaint, nor can any decision be taken without.

This restriction shall also be applicable when the denounced is the Compliance Officer, one or all of the members of the Ethics Committee or one or all of the directors of the Lorca Board of Directors. When the denounced is a director of the Board of Directors, it may be notified exclusively, and with

prevalence in this order, the Chairman of the Board, the Chief Executive Officer, the Secretary of the Board, the Chairman of the Audit Committee. In no case may this communication be delayed for more than one month.

VIII. INSTRUCTION PHASE

Once the complaint is admitted or the investigation requested on the order of the Compliance Officer or the Ethics Committee, the investigation phase shall be opened in which evidence shall be collected, reports shall be prepared and the facts shall be investigated.

The Compliance Officer shall be responsible for the instruction, so it shall correspond to him/her to record the minutes of the meetings held during this phase, as well as to document and file the tests and reports received.

All Employees and Representatives affected by the complaint or investigation initiated must collaborate in the investigation by informing the investigating body of all the information and documentation that can contribute to its clarification. The denounced or investigated one, within the notified period, may allege what he/she deems appropriate.

IX. CONCLUSIONS OF THE INSTRUCTION PHASE – FINAL REPORT

The instruction phase must conclude with a final written report issued by the Ethics Committee and the Compliance Officer. In this Report, the conclusions of the case and the proposed action or the resolution (file or sanction) shall be presented in a reasoned manner.

The final report shall be approved by majority of votes, with each member of the Committee having one vote and the Compliance Officer having a double vote.

X. SUBMISSION OF THE FINAL REPORT APPROVED BY THE COMPLIANCE OFFICER AND THE ETHICS COMMITTEE

Once the final report has been approved by the Compliance Officer and the Ethics Committee, it must be sent to the competent body for assessing the established proposals, making the corresponding decisions and notifying them to the affected ones. The Compliance Officer shall be responsible for submitting the final report to the competent body and for carrying out the corresponding follow-up.

In accordance with the foregoing, the Compliance Officer shall proceed as follows:

- a) **If in the conclusions of the final report it turns out that it is not a criminal act and, therefore, excluded from the scope of the prevention of criminal risks**, it shall be sent to the competent department, in order to, in accordance

with the recommendations or proposals contained in the report, the corresponding measures to be adopted, according to the following rules:

- ▶ In the event that the final report concludes that an Employee has committed an irregularity or act contrary to the law or to the standards of action of the Code of Ethics, the Organization and Management Model of Criminal Risks or the regulations that develop them, the Compliance Officer shall send a report to the Human Resources Department for it to apply the appropriate disciplinary measures, of which adoption and content this Department must report to the Ethics Committee and the Compliance Officer.
 - ▶ The application of these disciplinary measures shall be carried out in accordance with the regime of offenses and sanctions contemplated in the collective agreement of the company to which the Employee belongs, or in the applicable labor legislation.
 - ▶ If it is an irregularity or act contrary to the legality committed by any member of the Board of Directors, the Compliance Officer shall send a final report to the President and the Secretary of the Lorca Board of Directors, for the application of the corresponding measures, of which adoption and content shall be reported to the Ethics Committee and the Compliance Officer.
 - ▶ If, as a result of the internal investigation, it would be necessary to adopt non-disciplinary measures outside the Criminal Risk Organization and Management Model, the Compliance Officer shall send a report to the Director of Legal Affairs in order that he may initiate the legal actions that he may consider pertinent in each case. The Director of Legal Affairs must inform the Ethics Committee and the Compliance Officer of the measures so taken.
 - ▶ In the cases in which the commission of an irregular act by the Representatives or Third Parties of the companies of the GRUPO is evidenced, the Compliance Officer shall send a report and a relevant action proposal to the Director of Legal Affairs and to the Director of the Area that maintains a relationship with the Third one, in order that they adopt, according to their powers, the actions or measures, including relevant contractual ones, and promote the claim of the responsibilities that proceed according to the contract that regulates them. This Directorate must inform the Ethics Committee and the Compliance Officer of the actions so carried out.
- b) If the conclusions of the final report indicate that it is a criminal act, the Compliance Officer must send a report to the Lorca Board of Directors, which shall decide, based on it, the decision to adopt and the measures to be carried out, including the adoption of disciplinary and/or legal measures, as well as the possible communication to the competent judicial authorities.**

If the conclusions of the final report and their proposal of action affect one or some of the members of the Lorca Board of Directors, the Compliance Officer shall send the report to the Board, who shall decide in the absence of the person or persons affected.

XI. FOLLOW UP OF THE FINAL REPORT

The Compliance Officer must monitor and control all proposals or recommendations made in accordance with this procedure. Likewise, the competent directorates for adopting and executing these measures shall be obliged to inform the Compliance Officer of the same and the degree of their compliance or execution, in addition, if it is required, the Audit and Control Committee shall also be informed.

XII. COOPERATION WITH THE AUTHORITIES

The GRUPO MASMOVIL shall collaborate and cooperate with the administrative and judicial authorities, as well as with the Public Prosecutor's Office, in relation to any action taken by those ones that is linked to the activity carried out by the GRUPO or by any of the persons that comprise it.

Likewise, it shall attend with the utmost diligence any requirement made by the aforementioned authorities in relation to actions carried out against the GRUPO MASMOVIL or for any other reason. The attention to these requirements shall be managed by the Compliance Officer, who must immediately inform the Lorca Board of Directors and the Audit and Control Committee.

3.2. EXTERNAL PROCEDURE

In accordance with the provisions of art. 16 of Law 2/2023, Informants may address their complaints directly to the Independent Authority for the Protection of the Informant or to the corresponding regional authorities, without having previously used the internal procedure regulated in section 3.1 above.