

GB CONSTRUCTORA S.A.

**CODE OF ETHICS AND CONDUCT  
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Code of Ethics and Conduct    AGB CONSTRUCTORA S.A. January 2017

AGB  
CONSTRUCTORA

## 1. INTRODUCTION

Our Code of Ethics and Conduct applies to all employees of the AGB CONSTRUCTORA S.A. Company and anyone who carries out activities on its behalf. The Code is part of the bylaws of the Society.

The purpose of the Code is to establish general work guidelines between the Company and its employees; internally and externally with the interested parties.

The commitment of each man and woman in our group is essential. The Code aims to inspire and guide our daily actions and missions. It is the personal responsibility of each employee of AGB CONSTRUCTORA S.A. to conduct business with integrity, understand the Code of Ethics and Conduct, as well as to be aware of any additional documents published by the company during the year.

Each employee must actively promote the Code of Ethics and Conduct in daily relationships in the workplace and demonstrate through examples, adherence to the rules. Each employee must also avoid and detect violations of the Code of Ethics and act accordingly.

In case of doubt, the employee should refer to his/her manager and the Ethics Officer of the Company.

The principles contained in the Code are related to the Law and / or the values shared with our stakeholders, non-compliance with the Code may give rise to strong legal sanctions against legal entities and natural persons, the deterioration of commercial relations with interested parties impacts directly on the reputation of the Company. Therefore, the growth and sustainability of AGB CONSTRUCTORA are related to the application of the Code of Ethics and Conduct.

## **2. OUR RESPONSIBILITIES**

As employees of AGB CONSTRUCTORA each of us has responsibilities to consider:

### **EMPLOYEES**

Each employee is expected to:

- Execute daily tasks with impartiality and integrity.
- Contribute fully to the achievement of the objectives of AGB CONSTRUCTORA S.A. to the best of their abilities and make decisions in accordance with the Code of Ethics and Conduct.
- Know the code of Ethics, circulars and notes that can be disseminated and reviewed regularly to know the principles of its mission.
- Consult if necessary with the Administrator or Ethics Officer in the case of any doubt or potential violation.
- Be ready to collaborate in case the company needs to initiate an investigation related to a possible infraction or crime.

### **MANAGERS**

Managers, in addition to the responsibilities identified in the preceding paragraph, must bear in mind the following:

- Promote the application of good work practices and business relationships in accordance with the Code of Ethics and Conduct.
- Set an example by having exemplary behavior.
- Participate in the formation of the Code.
- Disseminate and communicate information and circulars to work teams.
- Be available to accommodate questions for potential violations.
- Protect people who report a violation.
- Work in collaboration with the Steering Committee Responsible for Ethics.

### **3. MAIN VALUES**

The 3 values on which the Code of Ethics and Conduct of AGB CONSTRUCTORA is based are:

#### **RESPECT**

in our conversations and communications between colleagues; either internally or externally, with suppliers, subcontractors and clients.

#### **TRUST**

Among the directors and managers of AGB CONSTRUCTORA, its employees, clients, suppliers and subcontractors.

#### **ROLE MODEL**

In the application of the different principles mentioned in the Code of Ethics and Conduct.

These core values will be broken down into various principles and actions in daily activities, be it in the work environment, business practices, and stakeholder relationships.

The dissemination of these values and principles derived from it are the duty of each employee.

The Ethics Officer, as well as the Ethics Committee, are available to employees and suppliers and customers of the Company for all matters related to the implementation and application of the Code of Ethics and Conduct in the exercise of their functions.

## **4. CODE OF ETHICS AND CONDUCT**

AGB CONSTRUCTORA's Code of Ethics provides the ethical principles related to the work environment, business practices and relationships with stakeholders.

The Code applies to all AGB CONSTRUCTORA employees in all circumstances and without exception. Contractors, suppliers, sub-contractors must comply with the Code of Ethics and Conduct when carrying out activities for the Company.

### **WORK ENVIRONMENT**

#### **Compliance with laws and regulations**

Company employees subject to a conflict between the laws in force in their area of intervention and the provisions of the Code of Ethics and Conduct of AGB CONSTRUCTORA will question the person responsible for ethics or a member of the Ethics Committee to validate the applicable laws.

#### **Employment practices**

AGB CONSTRUCTORA S.A. treats its employees fairly, in regards to ethics, respect and dignity.

The Company is committed to equal opportunities in employment, regardless of gender, age, sexual orientation, disability, race, religion, nationality, marital status, family situation or any other factor.

#### **The safety of people**

Every employee must have and maintain a positive and professional work environment.

## **Health, Security and Environment**

AGB CONSTRUCTORA is committed to promoting safe and healthy work every day for all its employees.

Safety is a priority for the company, it is the center of all decisions, the search for efficiency is never done at the expense of safety.

To guarantee his/her own safety, that of the colleagues and the community in general, the employees and subcontractors of AGB CONSTRUCTORA S.A. undertake not to exercise their job duties in the event that they have ingested substances that may alter their good judgment.

Respect for the environment and the preservation of natural resources are a priority for the Company. Employees must act with the greatest respect for the environment and guarantee the minimization of the environmental impact of their operations, regardless of their place of intervention.

## **Records**

All necessary business and operations records are filed and preserved.

If necessary, this information can be submitted by specifically mandated employees.

This information will be accurate, complete and presented in accordance with current legal principles.

## **BUSINESS PRACTICES**

### **Protection of assets and resources of the Company**

The property and resources of AGB CONSTRUCTORA must be used only for purposes strictly related to the operations of the Company.

Each employee is responsible for the correct use of the Company's assets and resources, such as: intellectual property rights, facilities, production equipment, resources, cash, financial applications, etc.

It is up to each employee to use the goods and resources with respect, avoiding any form of waste, damage, loss or misuse and to protect them from damage, alteration, theft or fraud.

### **Compliance with privacy rules**

All employees must protect and maintain information and not publish confidential documents, such as strategic plans, financial results, technical files, business data, plans or photos, etc.

For the press and other institutions, only authorized persons can respond to requests for information.

Privacy principles also apply abroad, when Company employees are required to work on projects in collaboration with customers and suppliers and have access to confidential data, such as documents, diagrams, prototypes, plans, etc.



## **Conflicts of interest**

All employees of the company may encounter situations in which personal interest may conflict with the interests of AGB CONSTRUCTORA, particularly in relation to work activities, external financial activities and family relationships.

To avoid these situations, or in case of doubt, the employee is invited to contact the Head of Ethics, in order to evaluate each case.

## **Corruption**

It is prohibited for any employee to offer benefits in any of their forms, directly or through an intermediary, to a private person or a member of the public services.

## **Payments, Gifts and Invitations**

Company employees may not accept from customers, suppliers or competitors and / or offer them payments, gifts, entertainment for the purpose of offering advantages. These factors can affect judgment in partner relationships.

Only gifts of little value, that are not paid in cash and that are not contrary to the laws and regulations in force can be accepted.

Invitations of any kind: restaurant, events, incentives, must be previously validated and of reasonable value. Any invitation shall mention the nature of the invitation, the country, the site, the corresponding project and the list of potential participants.

## **Relations with Interlocutors**

### **Clients**

AGB CONSTRUCTORA undertakes to treat honestly and fairly everything related to its clients in order to offer products and services of the best quality.

Company employees must behave ethically in their dealings with customers.

Confidential, personal or classified information about clients should in no case be communicated by a collaborator of the Company. Keep in mind that this information can be of different types: documents, plans, photographs, emails, voice conversations, etc.

More advanced features in terms of privacy and security rules related to our Company clients must be taken into account for each particular case.

### **Suppliers, Sub-contractors and Consultants**

Suppliers, sub-contractors and consultants participate in the final quality of products and services and therefore play a key role in the business.

All services requested from the project partners must comply with the content of the AGB CONSTRUCTORA Code of Ethics. Its existence will be mentioned in the early upload (specifications, price inquiry, etc.) and a copy will be offered on the first hire. And access to the Code will be possible through our website.

Suppliers and service providers must respect the principles of equity and behaviors of the Code of Ethics and Conduct.

## Competence

All stakeholders: employees, suppliers, sub-contractors, consultants, clients must restrain from using illegal or unethical means to obtain information about the competition.

AGB CONSTRUCTORA employees must be vigilant in all markets in which they do business that do not have the following practices.

- the exchange of territories,
- customer assignment,
- price agreements,
- production limitation,
- monopoly behavior

Competition law must be respected, the risks for the Group which can be serious should be considered. The Law provides strong sanctions for natural and legal persons.

## Public Markets

Public contracts, that is, contracts negotiated with the governments of countries or representatives of public services are subject to strict rules.

AGB CONSTRUCTORA undertakes to respect the laws and regulations applicable at the international, national or regional level to obtain these markets.

## **5. MANAGEMENT OF THE CODE OF ETHICS**

AGB CONSTRUCTORA has set up a responsible management structure, the development and communication of the Code of Ethics Principles.

### **Ethics Director**

The Ethics Director is the General Director of AGB CONSTRUCTORA.

His mission:

- Establish the link between customers and employees of the company.
- Carry out a follow-up of all the employees of the company through their intervention, to guarantee the application of the principles of the Code of Conduct and Ethics, analyze the specific characteristics of ethics and conduct and the client.
- Inform employees of situations that have breached the company's Code of Ethics in order to generate permanent awareness.

The Referred Director of Ethics is a member of the Ethics Committee.

### **Head of Ethics**

The Administrative and Human Resources Manager is the Ethics Officer.

His mission:

- Promote that AGB CONSTRUCTORA maintains a work environment in accordance with the Code of ETHICS.
- Ensure that business practices and relationships comply with the Code of Ethics and Conduct.
- Provide training to company employees in the Code of Ethics and Conduct
- Inform and educate new employees on the principles and values of the company.

The Ethics Officer is a member of the Ethics committee.

## **Ethics Committee**

The Ethics Steering Committee is made up of: Director of Ethics, Head of Ethics, Commercial Manager and General Coordinator.

The Ethics Steering Committee is responsible for:

- Identify cases of non-compliance with the Code of Ethics and Conduct and inform management.
- Educate employees regarding risky practices.
- Development and monitoring of action plans.
- Arbitrate disputes
- Necessary modifications in the Code of Ethics of the company.

The committee reports directly to the President of the company.

## **Awareness and Training**

The Code of Ethics and Conduct, updated for the last time in January 2017, was sent by mail to all AGB CONSTRUCTORA employees in January 2018.

A supplementary Circular to the "topic" is disseminated to all employees in a timely manner due to deficiencies.

Specific information notes are sent to employees whose daily tasks and activities require more specific awareness.

The Code will be made available to employees and interested parties on the company's website.

## **Report a Violation**

All employees and partners of AGB CONSTRUCTORA with knowledge of violations or possible violations of the Code of Ethics and Conduct or the Law of one of the company's entities to any of its employees, has the duty to report this crime. The consequences of a crime can be serious for AGB CONSTRUCTORA.

The collaborator or partner who is aware of such information should contact the Ethics Officer or the Ethics Director of the company.