



PLAN FOR THE PREVENTION OF CORRUPTION RISKS AND RELATED INFRINGEMENTS

1. FRAMEWORK

Corruption and related infringements might occur within a wide range of situations, with consequences that bear a detrimental effect on economic development, political systems, justice, and citizens' confidence in the functioning of society.

Alongside guidelines and recommendations on preventing and fighting corruption issued by international organizations such as the United Nations, the OECD or Transparency International, there are other legal regulations, such as the UK's Bribery Act.

In Portugal, following the publication of Decree-Law 109-E/2021, which creates the National Anti-Corruption Mechanism (hereinafter "MENAC") and approves the General Regime for the Prevention of Corruption (hereinafter "RGPC"), corruption risks and related infringements prevention has now a specific legal framework within the Portuguese legal system.

In Spain, corruption prevention has recently been enshrined in the law, via Ley 2/2023, of February 20, which regulates the protection of whistleblowers and the fight against corruption, and transposes Directive (EU) 2019/1937 into the Spanish legal system.

Finerge Group (hereinafter "Finerge Group" or "Finerge" or "Group") are a business organization guided by strict criteria of conduct and ethics, as well as corruption risks and related infringements control. The commitment to preventing and controlling corruption risks encompasses all Finerge employees, directors, managers, suppliers, and third parties with whom the Finerge Group relates or may come to relate.

To this end, in carrying out its activities and business in the renewable energy sector, Finerge takes on the prevention and fight against corruption as a main principle to its conduct,

rejecting all forms of corruption and, therefore, adopting a zero-tolerance policy towards any signs or expressions related to this phenomenon - as clearly stated - in its Code of Ethics and Conduct.

Guided by principles of transparency, integrity, loyalty, honesty, accuracy, and good faith, all of Finerge's activity is thus committed to high standards of accountability and ethics, as set forth in this Plan.

The RGPC establishes the obligation to adopt and implement a Compliance Program, which should include the following: a plan to prevent corruption risks and related infringements; a code of conduct; a whistleblowing channel, and a training program.

As part of its internal control system, Finerge has standards, practices, and procedures in place that help prevent corruption and related infringements. Its Code of Ethics and Conduct enshrines the principles of action and the rules of professional conduct observed in the exercise of Finerge's activity, including rules on the prohibition of accepting or offering advantages, the prevention of corruption, the minimization of conflicts of interest and the internal reporting of irregular practices, via Finerge's Whistleblowing Channel.

This document embodies Finerge's Corruption and Related Infringements Prevention Plan (hereinafter "PPR" or "Plan"), which identifies the risks of corruption and related infringements connected with each department/area of activity, and measures to prevent/mitigate their occurrence, procedures for updating, monitoring, and defining those responsible for supervision. The PPR covers the entire organization and activity of the Finerge Group, and compliance is mandatory.

2. FINERGE

Founded in 1996, Finerge has, since then, been working to collect energy from nature's elements and thus transform it into clean electricity. To this end, it is committed to innovation and process optimization throughout the value chain, from the design and project development phase to the construction and operation of power plants.

The Finerge Group's corporate purpose is the production of electricity from renewable sources. It currently stands in a leading position as a wind energy producer in Portugal, among the 10 largest wind energy producers in the Iberian Peninsula. In addition to wind energy, which remains its core business, the Group has diversified its portfolio into new markets and technologies, and has been acquiring solar power plants in Spain and Portugal since 2019.

Following its growth strategy and management model, Finerge subscribes to the United Nations 2030 Agenda Sustainable Development Goals (SDGs), setting concrete targets within 7 SDGs to which it contributes most actively.

2.1 ENTITIES COVERED

The current Plan applies to all entities that are part of the Finerge Group, which comprises a total of 60 companies, of which 4 are incorporated under Luxembourg law and are fully owned by Finerge Global Holding, S.à r.l., approximately 44 are companies incorporated under Portuguese law and are fully or partially owned by Finerge S.A., and approximately 7 are companies incorporated under Spanish law and are fully owned by Finerge Renewables Spain, ETVE, S.A.U.

2.2 GROUP CHARACTERIZATION

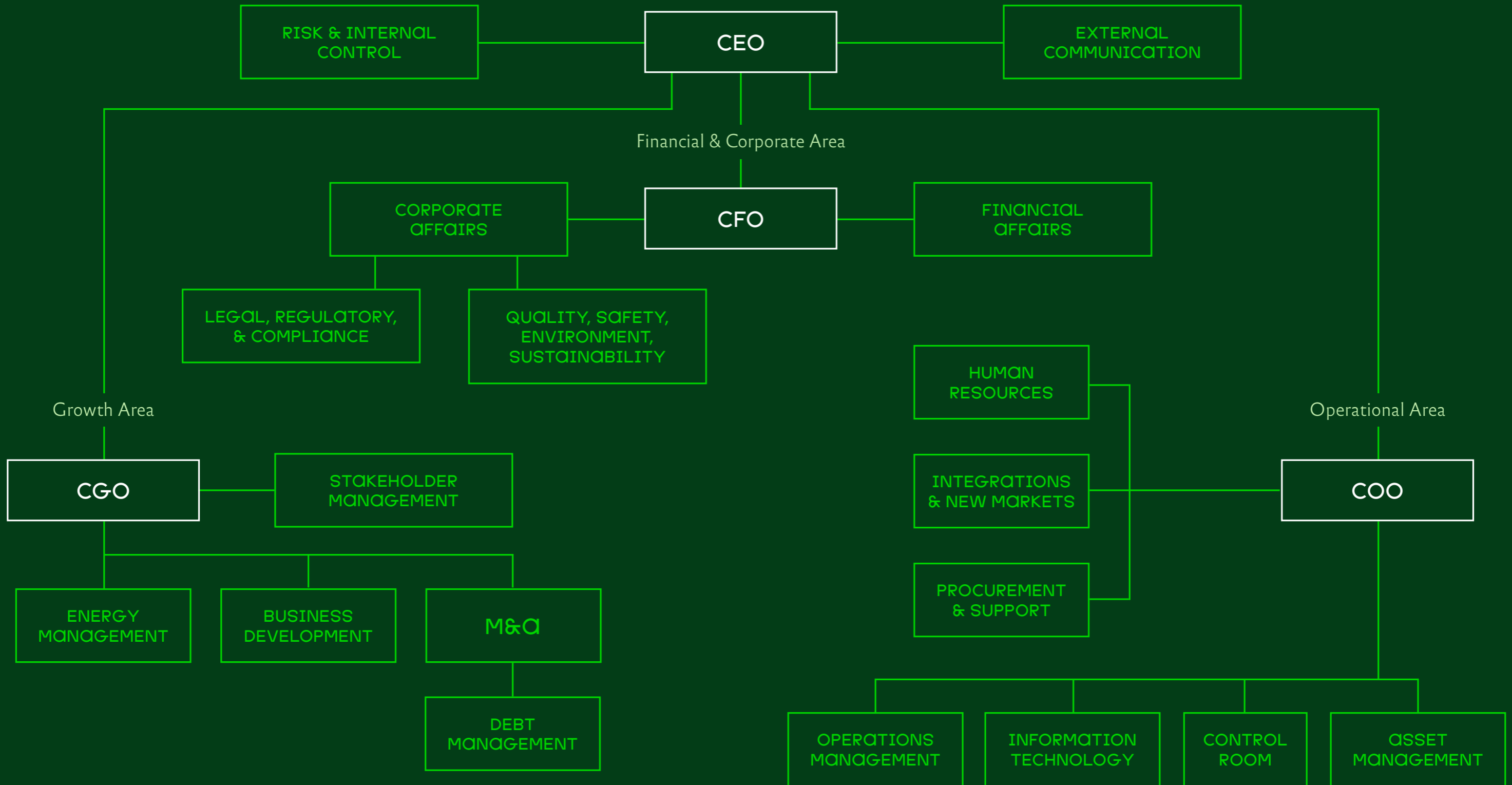
Finerge Group's holding companies are the following:

Finerge Global Holding, S.à. r.l. is a limited liability company incorporated under the laws of Luxembourg, and the Top Holding Company of the Finerge Group, governed by its Board of Managers. The Audit Committee and the Sustainability Committee serve as supporting bodies to its Board of Managers.

Finerge S.A. is a limited liability company incorporated under Portuguese law, and the Top Holding Company for Finerge's portfolio in Portugal, governed by its Board of Directors. The Remuneration Committee and the Growth Committee serve as supporting bodies to its Board of Directors.

Finerge Renewables Spain, ETVE S.A.U. is a limited liability company incorporated under Spanish law, and the Top Holding Company of Finerge's portfolio in Spain, governed by its Board of Directors. The Remuneration Committee and the Growth Committee pay support to the Board of Directors.

Finerge Group is internally structured according to the following organization:



3. GENERAL PRINCIPLES OF ACTION

Finerge Group rejects all forms of corruption.

Finerge's employees must not get involved in situations that could be associated with corruption. They must report them, when they become aware of them, through the defined mechanisms, such as Finerge's Whistleblowing Channel.

4. CORRUPTION RISKS AND RELATED INFRINGEMENTS PREVENTION PLAN

4.1 SCOPE

The Corruption Risks and Related Infringements Prevention Plan (PPR) establishes guiding principles for preventing and addressing corruption and related infringements. It identifies potentially high-risk areas/departments, outlines prevention measures and assigns responsibility. Additionally, it specifies rules for monitoring, assessing, and updating the Plan.

The PPR applies to all members of the governing bodies and employees of the Finerge Group, including trainees, service providers, and agents, whether permanent or occasional. It also extends to stakeholders who may affect or be affected by Finerge's activities, such as shareholders, suppliers, business partners, and public and regulatory authorities.

This Plan complies with international treaties and conventions (UN, OECD, Council of Europe, etc.), as detailed in Annex II of this Plan, ratified by Portugal and Spain that prohibit and punish corruption in both the public sector (involving both national and foreign officials) and the private sector.

Finerge Group's commitment to complying with these laws, treaties, and international conventions is absolute and is an essential part of its activity's development according to principles of ethics, professional ethics, and transparency.

This Plan and its standards of conduct are mandatory for all individuals who are part of Finerge Grup, which includes partners, lawyers, and support staff, in its Portugal, Spain and Luxembourg offices. Likewise, as stated in the Code of Ethics and Conduct, the rules included in this Plan must be adhered to in all areas of Finerge's activity.

Non-compliance with this Plan or any of the standards of conduct set forth therein will result in the imposition of disciplinary sanctions or the execution of corresponding actions depending on the type of relationship the offender has with Finerge Group, and may lead to, where applicable, the termination of said relationship, whatever its nature.

The Legal, Regulatory & Compliance Department will address and resolve any question, doubt, or uncertainty about the application of the PPR.

4.2 DEFINITION OF CORRUPTION AND RELATED INFRINGEMENTS

In addition to international laws and regulations, Spanish and Portuguese criminal law prohibit and punish corruption, both in the public and private sectors.

INFLUENCE PEDDLING

Portuguese and Spanish Criminal Codes also criminalize the offense of influence peddling. The act of influencing an authority or public official, leveraging a pre-existing relationship with them or another authority or official, in order to secure a decision that benefits the person or entity exerting the influence or a third party, is deemed a criminal offense under both Criminal Codes. Similarly, it is considered a criminal act to solicit or accept any form of payment or reward in return for exerting undue influence on an authority or an official.

EMBEZZLEMENT

In both Portuguese and Spanish legal systems, the crime of embezzlement is punishable. In this context, authorities or public officials who are entrusted with public assets and who (i) allocate them to purposes (public or private) other than those intended, or (ii) misappropriate – or allow others to misappropriate – such public assets, may be committing a crime of embezzlement as outlined in both Criminal Codes and in Portuguese Law no 34/87, of 16 July, on crimes of responsibility of public office holders.

CORRUPTION BETWEEN PRIVATE ENTITIES

The Spanish Criminal Code and Portuguese Law no. 20/2008, of April 21, which establish the criminal regime for corruption in international trade and the private sector, punish corruption among private entities or individuals, which consists in promising, offering, or granting, directly or through an intermediary, unjustified benefits or advantages of any kind to directors, employees, or collaborators of other private companies or organizations of any type, with the goal of having

those individuals favor those who promise, offer, or grant the benefit or advantage to a third party, thereby failing to fulfill their obligations in the acquisition or sale of goods or in the contracting of professional services.

Exemptions from the previously mentioned prohibitions include gestures, offerings, favors, and services rendered within the framework of customary, social, and polite practices characteristic of both the public and private sectors, which are not intended to influence or change the decision-making process of the individual receiving them.

4.3. IDENTIFICATION OF DEPARTMENTS/ DIVISIONS POTENTIALLY PRONE TO RISK AND COMPETENCIES

The departments and/or areas of activity which may bear a cross-cutting corruption risk have been identified and are listed below:

- A. Risk & Internal Control
- B. Financial Affairs
- C. Mergers & Acquisitions
- D. Debt Management
- E. Information Technology
- F. Quality, Safety, Environment, Sustainability
- G. Legal, Regulatory & Compliance
- H. Procurement & Support
- I. Asset Contracts & Risks
- J. Stakeholders Management
- K. Business Development
- L. Energy Management
- M. Human Resources

A. Risk & Internal Control

- ▶ Consolidating and enhancing the internal control system while providing expert advice on internal control requirements;
- ▶ Developing, implementing, and enhancing a business risk management model to identify, assess, manage, monitor, and report on main risks;
- ▶ Supporting Finerge Group's departments in developing and implementing internal controls;
- ▶ Contributing to establishing a shared vision of key business risks and reinforcing a culture of integrated risk management;
- ▶ Promoting continuous improvement activities and supporting project development in this area to enhance operational and internal processes efficiency and quality.

B. Financial Affairs

- ▶ Ensuring the correct implementation of economic and financial management strategies within the Finerge Group;
- ▶ Defining financial and economic objectives, short-, medium-, and long-term financial policies, as well as overseeing the business, budget, and reporting plan process;
- ▶ Determining the necessary financial resources to achieve the objectives outlined in the Finerge Group's business plan;
- ▶ Compiling technical and economic information and reporting to shareholders and other stakeholders;

- ▶ Serving as a mediator with the Tax Authority and other competent regulatory entities.

C. Mergers & Acquisitions

- ▶ Identifying, assessing, and proposing opportunities for corporate operations with a view to developing profitable and sustainable businesses, such as the acquisition of renewable energy generation portfolios, divestments, and corporate restructuring;
- ▶ Promoting, managing and actively participating in the negotiation and design of the financing or refinancing structure linked to the former.

D. Debt Management

- ▶ Negotiating financing or refinancing structures associated with renewable energy generation portfolios in accordance with internal policies in effect;
- ▶ Supervising and updating financial instruments;
- ▶ Defining, implementing, and assessing the Group's coverage strategy.

E. Information Technology

- ▶ Implementing and developing mechanisms and procedures to ensure the integrity, confidentiality, and availability of information in the IT systems used by the Finerge Group, adopting best practices for information security management;
- ▶ Defining and implementing cybersecurity policies;

- ▶ Providing support for IT systems, users, and communication networks while ensuring the physical safeguarding of information contained in IT systems;
- ▶ Supplying infrastructures, IT devices, and software necessary for Finerge's operation and activities, including remote support for users;
- ▶ Exploring Digital Transformation solutions to enhance Finerge's processes while ensuring information security.

F. Quality, Safety, Environment, Sustainability

- ▶ Establishing, implementing, maintaining and continuously improve an Environmental, Occupational Health and Safety and Quality Management System, complying with applicable legislation and regulations in these fields, as well as implementing best practices in all the activities and geographies where the Finerge Group operates;
- ▶ Setting challenging objectives and targets in these areas, measuring, assessing, and adopting the necessary actions to pursue and improve them, ensuring that the commitment is achieved, mitigating the negative impact, and maximizing the positive effect of the Finerge Group's activities;
- ▶ Supporting the alignment and integration of sustainability commitments with a view to creating sustainable value: identifying Environmental, Social, and Governance (ESG) issues for stakeholders and the organization, and relevant risks and opportunities for the business;
- ▶ Liaising and coordinating with the Sustainable Committee with regard to all actions relevant to the implementation

of the sustainability strategy, including related ethics and conduct issues;

- ▶ Management of the Finerge Group's Integrated Quality, Environment and Safety Management System, applicable to the entire organization, processes, and assets.

G. Legal, Regulatory & Compliance

- ▶ Ensuring legal advice to all Departments/Areas of Finerge on the various legal matters related to Finerge Group's activities and business;
- ▶ Ensuring that Finerge Group's corporate structure complies with legal requirements and best Governance practices, drafting, reviewing, and keeping all corporate documentation up to date;
- ▶ Implementing, monitoring, and controlling the instruments and policies that ensure a transparent and ethical conduct of the Finerge Group, in compliance with all applicable legislation or regulations;
- ▶ Identifying and monitoring legislative and regulatory obligations applicable to Finerge Group and the respective risks associated with non-compliance;
- ▶ Developing Compliance programs with the aim of adjusting Finerge Group's internal processes and procedures to ensure compliance with applicable laws and regulations.

H. Procurement & Support

- ▶ Ensuring the steering of business negotiations, in accordance with the Finerge Group's economic, legal,

ethical, social, and environmental policies, ensuring optimized and efficient management of procurement processes for the acquisition of goods and service providing contracts associated with Finerge's operation activities;

- ▶ Developing, implementing, and monitoring a system for selection, qualification, and assessment of suppliers, as well as analysis of their performance and risk;
- ▶ Monitoring and providing support to operation and maintenance procurement processes.

I. Asset Contracts & Risks

- ▶ Management of lease agreements and mediation of conflicts or contractual deviation;
- ▶ Management of the insurance program for assets in operation and claims procedures, as well as drawing up operational risk analyses for operating projects.

J. Stakeholders Management

- ▶ Propose new measures and/or updates to policies/procedures in line with the evolution of the business and applicable regulations;
- ▶ Complying with and constantly monitoring applicable legislation and regulations in order to update existing agreements with relevant local stakeholders to new legal requirements;
- ▶ Draw up reports summarizing the state of activity and patterns of collaboration with local entities to determine the impact of this activity in terms of ESG objectives and economic repercussions.

K. Business Development

- ▶ Implementing and monitoring the Finerge Group's medium to long-term development strategy, as well as analyzing and monitoring geographies of interest. This involves assessing investment opportunities according to the risk profile and expected return on investment;
- ▶ Ensuring the development of identified opportunities by coordinating the involvement of several departments within this management branch.

L. Energy Management

- ▶ To ensure and supervise the activities linked to the management of the energy produced at the Finerge Group's power stations, as well as the management of the contracts signed with the market representatives;
- ▶ Continuous monitoring and management of market risk in accordance with the Group's strategy and risk profile;
- ▶ Conducting negotiation processes for the long-term supply of energy (e.g. Power Purchase Agreements);
- ▶ Managing and negotiating guarantees of origin in the market, in line with the Finerge Group's sustainability strategy.

M. Human Resources

- ▶ Implementing a human resources management strategy, guaranteeing the business' sustainability of Finerge Group;
- ▶ Acting as a catalyst for the motivation and productivity of human resources of Finerge Group.

4.4 INTERNAL CONTROL SYSTEM AND RISK MANAGEMENT

Finerge's internal control system encompasses policies, procedures, practices, supervisory and management control instruments, standards and benchmarks, as well as Quality initiatives, information systems security and integrated controls, business risk management and internal audit activities, with the aim of ensuring:

- a) compliance with the legal and regulatory obligations to which Finerge is subject;
- b) the implementation of guidelines, execution, and compliance with internal instructions;
- c) the proper functioning of Finerge's internal processes, especially those related to the protection of its assets;
- d) the reliability and accuracy of internal and external financial and non-financial reporting, in accordance with the corresponding mandatory standards.

The structure of Finerge's internal control system is based on guidelines and methodologies recognized as good practice. It takes into account the requirements and recommendations issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO), accepted as one of the best international practices in terms of internal control.

Finerge follows an integrated risk management model, whose effectiveness is overseen by the Board of Directors, which aims to ensure that the risks to which it is exposed are effectively identified, assessed, treated and monitored, in line with its strategy and its appetite for risk.

With regard to the prevention of risks of corruption and related infringements, operational risk is assumed to be the risk of losses arising from external events or as a result of inadequate or failed processes, or through information systems and people, including the execution of unauthorized operations or the misuse of privileged information, for example.

Compliance risk results from the likelihood of negative impacts on results or capital arising from non-compliance or violation of laws, regulations, specific determinations, established practices and ethical principles. These negative impacts are expressed in sanctions, in the impossibility of demanding compliance with contractual obligations, in the reduction of expansion potential or in the possible limitation of business opportunities.

As such, the prevention of risks of corruption and related infringements is clearly relevant in the Group, not only for full legal and regulatory compliance, but also for compliance with the rules of conduct and ethical principles assumed by Finerge's core.

The Board of Directors approves and supports the implementation of this PPR, which raises awareness of integrity issues, with a view to integrating corruption prevention requirements into the Finerge Group's business processes.

The Audit Committee supervises the risk culture established in terms of Integrity, approving and ensuring the follow-up of the execution of the Activity Plan by the Legal, Regulatory and Compliance Department.

5. IDENTIFICATION OF CORRUPTION AND RELATED INFRINGEMENT RISKS AND RELEVANT PREVENTIVE MEASURES

The judgment based on the risk assessment underlying this PPR respects the analysis of the characteristics of the activities developed by Finerge's departments/areas, as well as the risks inherent to the energy sector and the geographical areas in which Finerge Group operates.

Finerge's internal control system includes procedures and practices for detecting and preventing corruption and related infringements. Finerge follows a Code of Ethics and Conduct, an organic and functional structure, decision-making processes, and the adoption of the principle of segregation of duties.

The Finerge Group has implemented and is in the process of implementing the following Policies and Codes, which cover, in a general and transversal manner, the mitigation against the identified corruption and related infringements risks:

- ▶ Code of Ethics and Conduct;
- ▶ Suppliers Code of Conduct;
- ▶ Internal breach reporting policy (Whistleblowing Policy);
- ▶ Risk Policy;
- ▶ Internal Control Policy;
- ▶ Cybersecurity Organization Policy;
- ▶ Cybersecurity Policy for Service Providers;
- ▶ Quality, Environmental, and Safety Policy;
- ▶ Performance Assessment Program (MBO);
- ▶ Policy for Preventing and Combating Money Laundering and Terrorist Financing (AML/CFT);
- ▶ Related Party Transactions Policy;
- ▶ Policy for the Prevention and Management of Conflicts of Interest;
- ▶ Gifts and Hospitality Policy;
- ▶ Internal Training Program;
- ▶ Career Management Policy.

6. CORRUPTION RISK AND RELATED INFRINGEMENTS MANAGEMENT & ASSESSMENT METHODOLOGY

This Plan was drawn up in strict compliance with the applicable legislation, in accordance with the following methodology:

- ▶ Assessment of the corruption and related infringements risks associated with the Finerge's departments;
- ▶ Risks' classification (according to a risk scale of low, moderate, high), based on the combination of the probability of occurrence and the degree of impact of a possible corruption breach;
- ▶ Identifying preventive measures to mitigate the probability of corruption risks occurring and respective degree of impact;
- ▶ Risk mitigation measures implemented and to be implemented.

The processes potentially most exposed to the risk of corruption and related infringements, carried out by the main departments and areas of Finerge, whose risks may be cross-sectional, are as follows:

- ▶ Relationships or interactions with public entities and Politically Exposed Persons (PEP);
- ▶ Suppliers, Agents, Intermediaries, and Partners Management;
- ▶ Access to confidential/sensitive/privileged information;
- ▶ Relationships with regulatory and permitting entities;
- ▶ Acceptance of Gifts and Hospitality and Donations/ Sponsorships;
- ▶ HR Recruitment Management;

- ▶ Internal Policies;
- ▶ Contact with external jurisdictions;
- ▶ Cybersecurity;
- ▶ Money Laundering, Combating the Financing of Terrorism (AML/CFT);
- ▶ Legal proceedings and legal advice;
- ▶ Financial and Accounting Information.

At a later stage in the process, an analysis of the identified risk was carried out. A prognosis judgement was made based on an analysis of the combination of the probability of occurrence and the degree of impact of the risk:

Probability of occurrence: the regularity with which a breach occurs or could occur has been assessed. Considered as being:

- ▶ **Low:** There are internal procedures that regulate the activity, where rules of procedure that mitigate the possibility of occurrence are defined.
- ▶ **Moderate:** In spite of internal procedures that regulate the activity and mitigate the possibility of occurrence, additional procedures can be developed that mitigate the probability of occurrence (if insufficient or outdated).
- ▶ **High:** The existence of internal procedures and practices is not enough to prevent the possibility of occurrence.

Impact Degree: possible economic, operational, and reputational impacts were assessed. Considered as being:

- ▶ **Low:** The occurrence of situations will have an internal impact on the Group’s organizational performance.
- ▶ **Moderate:** The occurrence of corruption or related infringements will have an impact on the Group’s image and reputation, causing financial losses.
- ▶ **High:** The occurrence of situations of corruption or related infringements will have an impact, above all on the Group’s image and reputation, accompanied by financial losses, as well as loss of business opportunities and a reduction in the Group’s potential expansion.

Risk classification: Based on the impact associated with each risk, as well as its probability of occurrence, the risk is classified according to the following Risk Matrix:

Risk Matrix	PROBABILITY OF OCCURRENCE		
	LOW	MODERATE	HIGH
IMPACT DEGREE			
LOW	Low Risk	Low Risk	Moderate Risk
MODERATE	Low Risk	Moderate Risk	High Risk
HIGH	Moderate Risk	High Risk	High Risk

7. CORRUPTION RISKS ASSESSMENT RESULTS

The operational processes carried out by the Finerge Group's departments are detailed in Annex I of this Plan, including potential related Corruption and Related Infringements risks, their assessment, classification, and mitigation measures.

8. MONITORING

The prevention of corruption risks and related infringements applies to all Finerge's employees in the exercise of their duties and powers, in accordance with the established internal rules and policies.

It is the responsibility of everyone in charge of each Finerge Department/Directorate/Area to ensure that their teams are aware of the PPR and act in strict compliance with it. To this end, Finerge provides all employees with training on the prevention of corruption and related infringements.

The Legal, Regulatory & Compliance Department monitors the implementation of this Plan; Finerge's Head of Compliance assumes the responsibility for implementing, monitoring, and reviewing this Plan.

The monitoring of this Plan is ensured through documentation, periodic review of controls, and the implementation and recording of evidence of their execution. Said monitoring is accompanied by reports on the implementation and development of relevant initiatives, as well as the consolidation and internal reporting of information on the Plan's implementation progress.

It particularly covers the analysis of relevant risks; the implementation of controls; reporting of situations of non-compliance that have occurred; the results of assessments and audits of the Plan implementation carried out by the Risk and Internal Control Department or by an external entity.

8.1 ANNUAL EXECUTION REPORT

Finerge's Head of Compliance must present to the Boards of Directors of the Finerge Group's Holding Companies, in April of each year, a report known as the "Annual Execution Report of the Prevention of Corruption Risks and Related Infringements", on the assessment and implementation of the Plan in relation to the previous year.

8.2 INTERIM REPORT ON CORRUPTION HIGH-RISKS

If corruption risks classified as "High" are identified, the Head of Compliance shall submit a report to the Boards of Directors of the Finerge Group's holding companies in October of each year, entitled "Interim Report on Corruption High-Risks Identified in the Plan for the Prevention of Corruption Risks and Related Infringements".

9. PLAN ASSESSMENT & UPDATE

The Plan is reviewed and updated every 3 years or whenever there is a change in the entity's duties or organizational or corporate structure that justifies said revision in order to comply with obligations arising from new applicable legislation and regulations.

This PPR is assessed and updated (when and if applicable) annually by the Legal, Regulatory & Compliance Department in the light of current legislative and regulatory changes and internal assessments arising from the Plan's monitoring.

10. FINQL PROVISIONS

The PPR and the annual and interim monitoring reports are communicated to Finerge's employees via Finerge's Intranet and Finerge's official website, within 10 days of their approval or of any relevant amendments or updates.

The Board of Directors of Finerge S.A. approved this Plan for the Prevention of Corruption Risks and Related Infringements on April 16, 2024.

The Board of Directors of Finerge Renewables Spain, ETVE, S.A.U. approved this Plan for the Prevention of Corruption Risks and Related Infringements on April 16, 2024.

11. ANNEXES

Annex I	
Corruption Risks Assessment Results	
Annex II	
Legal Regulations	

Annex I
Corruption Risks Assessment Results

1. RELATIONSHIPS OR INTERACTIONS WITH PUBLIC ENTITIES AND POLITICALLY		
RISKS	<ul style="list-style-type: none"> Favouring municipalities and other entities involved; Discriminatory treatment between the municipalities or other entities involved; Business relations with people/entities based in countries with a high level of corruption (CPI); Favouring stakeholders; Conflict of interest. 	
ANALYSIS	<ul style="list-style-type: none"> Internal compliance measures are planned and regulated, namely Finerge's Know Your Counterparty process (KYC). Finerge promotes transparent and independent interaction with public entities and authorities, institutions, and local communities. 	
RISK CLASSIFICATION	Likelihood	Low
	Impact Degree	High
	Risk Classification	Moderate
MITIGATION MEASURES	<ul style="list-style-type: none"> Ensure compliance with KYC procedures protocol, the procedure for Relationships with public agents and politically exposed persons, and the Conflicts of Interest Prevention and Management. 	

2. SUPPLIERS, AGENTS, INTERMEDIARIES, AND PARTNERS MANAGEMENT		
RISKS	<ul style="list-style-type: none"> Illegitimate favouring of certain suppliers or service providers; Conflict of interest; Offers and Events; Private Corruption; Fictitious contracts/invoices; Irregular payments; Business relations with people/entities based in countries with a high level of corruption (CPI); Hiring third parties or operating in countries included on sanctions and embargo lists. 	
ANALYSIS	<ul style="list-style-type: none"> The contracting of suppliers and service providers is based on defined internal mechanisms, to ensure that the contracting is based on objective criteria, prior to contracting. Accepting any advantages or gifts in return for preferential treatment from any third party is strictly forbidden. 	
RISK CLASSIFICATION	Likelihood	Moderate
	Impact Degree	Moderate
	Risk Classification	Moderate
MITIGATION MEASURES	<ul style="list-style-type: none"> Rules stipulated in the Code of Ethics and Conduct and Code of Conduct for Suppliers pertaining relations with suppliers, conflicts of interest, prohibition of accepting advantages, and corruption; Principles established in the Corruption Prevention Plan; Declaration of commitment on Ethical Principles and Best Business Practices included in contracts with suppliers, when the Finerge Suppliers Code of Conduct is not accepted; Rules applicable to the intervention of Employees in the assessment and decision of operations, contracts or other acts in which they have a direct or indirect interest (Prevention and Management of Conflicts of Interest Policy); Rules on the approval of expenditure, with the delegation of powers based on the principles of dual authorization and the definition of those responsible for expenditure lines; Expenditure budget control procedures laid down in internal regulations; Subcontracting Policy; Due diligence procedures are in place when accepting suppliers and other third parties; Risk Policy; Internal Control Policy; Gifts and Hospitality Policy. 	

3. ACCESS TO CONFIDENTIAL/SENSITIVE/PRIVILEGED INFORMATION		
RISKS	<ul style="list-style-type: none"> Dissemination of confidential/sensitive/privileged information belonging to the Finerge Group. 	
ANALYSIS	<ul style="list-style-type: none"> Internal information protection measures are planned and regulated under the applicable legal terms. 	
RISK CLASSIFICATION	Likelihood	Low
	Impact Degree	High
	Risk Classification	Moderate
MEDIDAS DE MITIGAÇÃO	<ul style="list-style-type: none"> Code of Ethics and Conduct; Privacy Policy; Risk Policy; Internal Control Policy; Internal Training Program. 	

4. RELATIONSHIPS WITH REGULATORS AND PERMITTING ENTITIES		
RISKS	<ul style="list-style-type: none"> Granting gifts or hospitality to obtain illegitimate advantages; Facilitation payments; Corruption. 	
ANALYSIS	<ul style="list-style-type: none"> As part of its activity, Finerge frequently interacts with regulators and decision-makers, namely the Ministry of the Environment, Secretariats of State, licensing organisations, municipal councils, and regulatory bodies, among others. Internal measures are in place regarding interaction with authorities or public officials, which must be guided by transparency and compliance with ethical duties and all applicable legal rules. 	
RISK CLASSIFICATION	Likelihood	Low
	Impact Degree	Moderate
	Risk Classification	Low
MITIGATION MEASURES	<ul style="list-style-type: none"> Code of Ethics and Conduct; Gifts and Hospitality Policy; Implementation of Donation and Sponsorship procedures; Policy on Preventing and Combating Money Laundering and Terrorist Financing (AML/CFT). 	

5. ACCEPTANCE OF GIFTS AND HOSPITALITY AND DONATIONS/SPONSORSHIPS							
RISKS	<ul style="list-style-type: none"> ▶ Conflict of interest; ▶ Irregular payments; ▶ Private Corruption; ▶ Illegitimate benefits; ▶ Corruption. 						
ANALYSIS	<ul style="list-style-type: none"> ▶ The giving and receiving of gifts and other advantages by Finerge employees is prohibited by the Code of Ethics and Conduct. Exceptions to this prohibition are expressly provided for in the Gifts and Hospitality Policy. These exceptions apply only in cases where the impartiality and independence of employees or other parties involved in the exercise of their professional activity is not affected. ▶ With regard to donations and sponsorships, Finerge's Policy for the Prevention of Corruption and Related Infringements establishes that donations or sponsorships are only allowed in accordance with approved and published internal rules. 						
RISK CLASSIFICATION	<table border="1"> <tr> <td>Likelihood</td> <td>Low</td> </tr> <tr> <td>Impact Degree</td> <td>Moderate</td> </tr> <tr> <td>Risk Classification</td> <td>Low</td> </tr> </table>	Likelihood	Low	Impact Degree	Moderate	Risk Classification	Low
	Likelihood	Low					
	Impact Degree	Moderate					
Risk Classification	Low						
<ul style="list-style-type: none"> ▶ Code of Ethics and Conduct; ▶ Corruption Risks and Related Infringements Prevention Plan; ▶ Gifts and Hospitality Policy; ▶ Implementation of Donation and Sponsorship procedures; ▶ Risk Policy; ▶ Internal Control Policy; ▶ Policy on Preventing and Combating Money Laundering and Terrorist Financing (AML/CFT). 							

6. HR RECRUITMENT MANAGEMENT							
RISKS	<ul style="list-style-type: none"> ▶ Conflict of interest; ▶ Recruiting employees as an illicit advantage or to obtain illegitimate benefits; ▶ Relationships/interactions with public entities and politically exposed persons; ▶ Private Corruption; ▶ Economic extortion. 						
ANALYSIS	<ul style="list-style-type: none"> ▶ Finerge follows specific recruitment policies. It also uses external entities for recruitment purposes. 						
RISK CLASSIFICATION	<table border="1"> <tr> <td>Likelihood</td> <td>Low</td> </tr> <tr> <td>Impact Degree</td> <td>Low</td> </tr> <tr> <td>Risk Classification</td> <td>Low</td> </tr> </table>	Likelihood	Low	Impact Degree	Low	Risk Classification	Low
	Likelihood	Low					
	Impact Degree	Low					
Risk Classification	Low						
MITIGATION MEASURES	<ul style="list-style-type: none"> ▶ Code of Ethics and Conduct; ▶ Internal Contracting regulations; ▶ Remuneration Policy for the Group's Employees; ▶ Risk Policy; ▶ Internal Control Policy; ▶ Group Performance Assessment Program. 						

7. INTERNAL POLICIES		
RISKS	<ul style="list-style-type: none"> ▶ Breach of compliance policies and procedures. 	
ANALYSIS	<ul style="list-style-type: none"> ▶ Finerge is committed to continuous training for its employees, promoting regular specific training courses. It seeks to publicize internal policies and procedures, thereby fostering easy access. 	
RISK CLASSIFICATION	Likelihood	Low
	Impact Degree	Moderate
	Risk Classification	Low
MITIGATION MEASURES	<ul style="list-style-type: none"> ▶ Code of Ethics and Conduct; ▶ Corruption Risks and Related Infringements Prevention Plan; ▶ Disclosure of policies and procedures applicable to employees; ▶ Risk Policy; ▶ Internal Control Policy; ▶ Implementation of a Compliance program to identify, amend, and mitigate any shortcomings in compliance with existing and future policies. 	

8. CONTACT WITH EXTERNAL JURISDICTIONS		
RISKS	<ul style="list-style-type: none"> ▶ Promising/offering illicit advantages to obtain/develop business in other jurisdictions; ▶ Conflict of interest; ▶ Undue influence of authorities with international regulatory powers; ▶ Illicit payments in foreign jurisdictions. 	
ANALYSIS	<ul style="list-style-type: none"> ▶ Finerge is an international brand, which means it constantly promotes the adoption of its practices and policies by its international subsidiaries. 	
RISK CLASSIFICATION	Likelihood	Low
	Impact Degree	Moderate
	Risk Classification	Low
MITIGATION MEASURES	<ul style="list-style-type: none"> ▶ Code of Ethics and Conduct; ▶ Due diligence procedures; ▶ Gifts and Hospitality Policy; ▶ Risk Policy; ▶ Internal Control Policy; ▶ Policy on Preventing and Combating Money Laundering and Terrorist Financing (AML/CFT). 	

9. CYBERSECURITY

RISKS	<ul style="list-style-type: none"> ▶ Private Corruption; ▶ Conflict of interest; ▶ Access to business and commercial information; ▶ Favours software and/or hardware suppliers for their own benefit or that of third parties; ▶ Acquisition or appropriation of licensed hardware and/or software for their own benefit or that of third parties; ▶ Risk of access to restricted information; ▶ Weaknesses in information systems; ▶ Access to or misuse of restricted information; ▶ Tampering with confidential information. 	
ANALYSIS	<ul style="list-style-type: none"> ▶ The implementation of Information Security Policies is pivotal to protecting Finerge's resources and data from cyber threats and other security incidents. As such, Finerge has a number of defined policies, known to all employees. 	
RISK CLASSIFICATION	Likelihood	Low
	Impact Degree	High
	Risk Classification	Moderate
MITIGATION MEASURES	<ul style="list-style-type: none"> ▶ Information security training and awareness-raising plan for all employees; ▶ Segregation of duties; ▶ Internal information security classification policy, comprising a set of classification, protection, and monitoring rules designed to preserve the confidentiality, integrity, and availability of documentation and databases; ▶ Activation of automatic mechanisms to boost confidentiality and security; ▶ Registration of access to systems and documents; ▶ Dual internal validation of access changes; ▶ Profile review; ▶ Password management policy; ▶ Regular software updates, both for operating systems and third-party applications; ▶ Active monitoring of a user's risk by SIEM/SOC; ▶ Risk Policy; ▶ Internal Control Policy; ▶ Processing of personal data in accordance with the GDPR. 	

10. MONEY LAUNDERING, COMBATING THE FINANCING OF TERRORISM (AML/CFT)

RISKS	<ul style="list-style-type: none"> ▶ Corruption; ▶ Money Laundering; ▶ Fraud in obtaining a loan or embezzlement; ▶ Undue receipt and offer of benefits. 	
ANALYSIS	<ul style="list-style-type: none"> ▶ The guidelines and procedures that ensure compliance with the legal regulations in force in the areas of preventing money laundering, combating the financing of terrorism, and preventing market abuse are set out in Finerge's various internal regulations. 	
RISK CLASSIFICATION	Likelihood	Low
	Impact Degree	High
	Risk Classification	Moderate
MITIGATION MEASURES	<ul style="list-style-type: none"> ▶ Code of Ethics and Conduct; ▶ Segregation of Duties; ▶ Internal and external auditing; ▶ Standards of professional conduct relating to AML/CFT; ▶ Know Your Counterparty policies and procedures (KYC); ▶ Due diligence procedures; ▶ Internal Reporting System for Irregular Practices, established in internal regulations; ▶ Filtering request to the Legal, Regulatory & Compliance Department of all supplier candidates prior to approval/contracting; ▶ Training for employees on AML/CFT; ▶ Policy on Preventing and Combating Money Laundering and Terrorist Financing (AML/CFT). 	

11. LEGAL PROCEEDINGS AND LEGAL ADVICE	
RISKS	<ul style="list-style-type: none"> ▶ Conflict of interest; ▶ Dissemination of confidential/sensitive/private information; ▶ Private Corruption; ▶ Illegitimate benefits to agents/suppliers/legal advisers.
ANALYSIS	<ul style="list-style-type: none"> ▶ The corruption risks identified are mitigated through the implementation of this Plan and the adherence of the employees involved in the Finerge's Code of Ethics and Conduct. The risks are also mitigated by the ethical duties to which the members of the Legal, Regulatory & Compliance team are bound by their status as lawyers and compliance with the statutory rules applicable to their professional class.
RISK CLASSIFICATION	Likelihood Low
	Impact Degree High
	Risk Classification Moderate
MITIGATION MEASURES	<ul style="list-style-type: none"> ▶ Corruption and Related Infringements Prevention Policy; ▶ Code of Ethics and Conduct; ▶ When certifying photocopies, only the content of the documents presented is reproduced; ▶ Training in Corruption Prevention.

12. FINANCIAL AND ACCOUNTING INFORMATION	
RISKS	<ul style="list-style-type: none"> ▶ Fraud; ▶ Private Corruption; ▶ Conflict of interest; ▶ Money Laundering.
ANALYSIS	<ul style="list-style-type: none"> ▶ A Financial Internal Control System is in place, consisting of a consolidated matrix of risks and process controls, detailing the risks that affect the preparation of financial information and the controls that promptly mitigate them.
RISK CLASSIFICATION	Likelihood Low
	Impact Degree High
	Risk Classification Moderate
MITIGATION MEASURES	<ul style="list-style-type: none"> ▶ Risk Policy; ▶ Internal Control Policy; ▶ Corruption and Related Infringements Prevention Policy; ▶ Code of Ethics and Conduct; ▶ Training in Corruption Prevention; ▶ Cross-checking financial information; ▶ Governance and supervision model of entities (External Auditors); ▶ Policy for Preventing and Combating Money Laundering and Terrorist Financing (AML/CFT).

For the purposes of the RGPC and, consequently, this PPR, the following constitute Corruption and Related Infringements to be prevented:

Article 3 of the of the Decree-Law 109-E/2021 defines corruption and related infringements as “the crimes of corruption, undue receipt and offering of an advantage, embezzlement, graft, extortion by public official (concessão), abuse of power, malfeasance, influence peddling, money laundering or fraud in obtaining or diverting a subsidy, grant or credit, as provided for in the Portuguese Criminal Code...”.

The crimes of corruption and related infringements are regulated in the Portuguese Criminal Code (CP) and other related legislation. For the purposes of this PPR, and for which legal persons in the private sector may be criminally liable:

- ▶ Receipt of undue advantages (art. 372 of the Portuguese Criminal Code);
- ▶ Passive corruption (art. 373 of the Portuguese Criminal Code);
- ▶ Active corruption (art. 374 of the Portuguese Criminal Code);
- ▶ Influence Peddling (art. 335 of the Portuguese Criminal Code);
- ▶ Money laundering crimes (provided for in article 368-A of the Portuguese Criminal Code);
- ▶ Bribery (art. 363 of the Portuguese Criminal Code);
- ▶ Embezzlement (art. 375 of the Portuguese Criminal Code);
- ▶ Graft (art. 377 of the Code of Portuguese Criminal Code);
- ▶ Extortion by public official (concessão) (art. 379 of the Portuguese Criminal Code);
- ▶ Abuse of power (art. 382 of the Portuguese Criminal Code);
- ▶ Active corruption with prejudice to international trade (art. 7 of Law no. 20/2008, of April 21);
- ▶ Passive corruption in the private sector (art. 8 of Law no. 20/2008, of April 21);
- ▶ Active corruption in the private sector (art. 9 of Law no. 20/2008, of April 21);
- ▶ Illegal financing of political parties (art. 8 and 29 of Law no. 19/2003, of June 20).

Legal Regulations

- ▶ United Nations Convention against Corruption, 2003;
- ▶ United Nations Global Compact;
- ▶ European Parliament, Resolution of October 8, 2013, on corruption in the public and private sectors: the impact on human rights in third countries;
- ▶ OECD, Anti-corruption, ethics and compliance handbook for business, 2013;
- ▶ OECD, Good practice guidance on internal controls, ethics and compliance, 2010;
- ▶ OECD, “Manual of Good Practices on Internal Controls, Ethics and Compliance” in Recommendation of the Council for Further Combating Bribery of Foreign Public Officials in International Business Transactions - Annex II Good Practice Guidance on Internal Controls, Ethics and Compliance, 2009;
- ▶ OECD, Convention against Corruption of Foreign Public Officials in International Business Transactions, 1997 (approved by the Assembly of the Republic Resolution 32/2000 and ratified by Presidential Decree 19/2000, both of March 31, and transposed into national law by Law 13/2001 of June 4);
- ▶ Council of Europe, Criminal Law Convention on Corruption, 1999;
- ▶ Bribery Act, 2010;
- ▶ Portuguese Criminal Code (Decree-Law no. 400/82, of 23 September, in its current version);
- ▶ Spanish Criminal Code (Ley Orgánica 10/1995, de 23 de noviembre, del Código Penal, in its current version)
- ▶ Decree-Law no. 109-E/2021, of December 9, which creates the National Anti-Corruption Mechanism and establishes the general regime for the prevention of corruption;
- ▶ Ley 2/2023, of February 20, which regulates the protection of whistleblowers and the fight against corruption, and transposes Directive (EU) 2019/1937 into the Spanish legal system;
- ▶ Law no. 20/2008, of May 21, which creates the new penal regime for corruption in international trade and in the private sector, complying with the Council Framework Decision 2003/568/JHA of 22 July 2003.

Av. D. Afonso Henriques 1345
4450-017 Matosinhos, Portugal

Av. Eng. Duarte Pacheco, 26-2º
1070-110 Lisboa, Portugal

Parque Empresarial VÍA NORTE,
Calle Quintanavides, 13, Edificio 3
28050 Madrid

8A Boulevard Joseph II
L-1840 Luxembourg

+351 226 080 180

info.geral@fnerge.pt

fnerge.com