

# Code of Ethics and Conduct

AGROMILLORA GROUP  
2018 - 2019



# CONTENTS

**5** MESSAGE FROM  
THE CEO OF THE  
AGROMILLORA GROUP

**6** STRUCTURE

**8** WHAT IS THE CODE OF  
ETHICS AND CONDUCT?

**12** MISSION, VISION  
AND VALUES

**14** OUR  
PRINCIPLES

**16** GENERAL  
STANDARDS

- 17** Commitment to human rights
- 17** Compliance with regulations
- 18** Corruption, bribery, illegal commissions,  
influence peddling and money laundering

**20** STANDARDS OF CONDUCT:  
INTERNAL RELATIONS

- 21** Conflicts of interest
- 22** Labour relations, health and safety at work
- 23** Use of facilities, equipment and tools
- 24** Invitations, donations, gifts and payments
- 25** Travelling expenses





- 25 Insider information
- 26 Information and knowledge management
- 27 Operational excellence and quality

## 28 STANDARDS OF CONDUCT: EXTERNAL RELATIONS

- 29 Financial transparency and responsibility
- 29 Shareholders and financial community
- 30 Local, national and international government
- 31 Customers and distributors
- 32 Suppliers
- 32 Competition
- 33 The media and transparency of information

- 34 Communications and external activities
- 35 Commitment to the community
- 35 Environmental Protection

## 36 MANAGEMENT OF THE AGROMILLORA CODE OF ETHICS

- 37 Distribution and dissemination of the Code of Ethics and Conduct
- 38 About the Ethics Committee
- 39 Inquiries and Complaints Channel
- 40 Disciplinary System

## 43 DECLARATION OF KNOWLEDGE, ADHERENCE AND COMMITMENT TO THE CODE OF ETHICS AND CONDUCT OF THE AGROMILLORA



At Agromillora we believe that business ethics, compliance with regulations and respectful conduct towards people and the environment in which we operate are fundamental for sustainable business growth.



# Message from the CEO

**Agromillora Group**  
**Jordi Mateu**

---



When we founded Agromillora, we embraced certain values which have always been part of our culture. These values remind us that our work is a contribution to the nursery and agricultural sector, and that our commitment, our purpose and our objectives are focused on the growth and improvement of our company, our customers, our collaborators and the community.

Given the challenges we face, our values of innovation, commitment, teamwork, honesty and service will continue to be the reference and basic pillar on which to consolidate an exemplary and integral corporate identity, committed to our vision, to be the largest global platform for the production and marketing of plants.

At Agromillora we believe that business ethics, compliance with regulations and respectful conduct towards people and the environment in which we operate are fundamental for sustainable business growth.

This is why today we are introducing the Agromillora Group Code of Ethics and Conduct, approved by our Board of Directors, with the objective of establishing a frame of reference for our daily conduct, and providing conduct guidelines consistent with our principles, as well as procedures to help us resolve any issues.

We invite you to read the Code carefully and apply its guidelines to your daily work. Complying with it will consolidate the good reputation that we have been creating for over 30 years, and will reinforce the relationship of trust which we enjoy with our customers, our suppliers, our shareholders and the whole of society.

# STRUCTURE

1

## The Code of Ethics and Conduct of Agromillora

Based on the business culture of Agromillora as expressed in

PRINCIPLES

MISSION, VISION  
AND VALUES



Built on these basic  
pillars of compulsory

**GENERAL STANDARDS**

**ANTI-CORRUPTION  
POLICY**

**COMPLIANCE  
WITH  
REGULATIONS**

**RESPECT FOR  
HUMAN RIGHTS**



All of this leads to

## Standards of conduct

As a guide to managing our  
internal and external relations

### INTERNAL RELATIONS

- Conflicts of interest
- Labour Relations
- Facilities, equipment and tools
- Invitations, donations, gifts and payments
- Travelling expenses
- Insider information
- Information and knowledge management
- Operational excellence and quality

### EXTERNAL RELATIONS

- Financial transparency
- Shareholders and financial community
- Government bodies
- Customers and distributors
- Suppliers
- Competition
- The media
- Communications and external activities
- Commitment to the community
- Environmental Protection

## Management of the Code

This is how the Code of Ethics and  
Conduct is managed internally

**DISSEMINATION,  
TRAINING AND  
ADHERENCE**

**THE ETHICS  
COMMITTEE**

**DISCIPLINARY  
SYSTEM**

**INQUIRIES AND  
COMPLAINTS  
CHANNEL**



---

# WHAT IS THE CODE OF ETHICS AND CONDUCT?

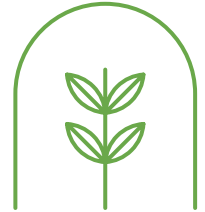
2



---

**The Agromillora Group is committed to business ethics, human rights and compliance with the law in every aspect of our activities.**

---



We are Agromillora, a leading company in the nursery sector worldwide and a benchmark in the production and marketing of woody species to the highest standards of genetic and health quality. We are pioneers in the development of new crop systems, which are more efficient and profitable for growers, and we promote the cultivation of more productive, healthy and resistant plants. We never cease to reinvent ourselves, whether designing new growing techniques or experimenting in the development of new varieties. Improvement is in our nature.

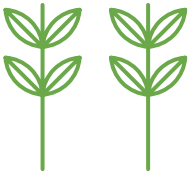
You are holding the Code of Ethics and Conduct of the Agromillora Group, whose main objective is to reinforce and spread throughout the organisation our Principles, Mission, Vision and Values, and conduct expected in specific situations. This Code will serve as a guide to the various situations we may face at work. And if

we encounter any situation not contemplated in the Code, our Mission, Vision and Values and our Principles will be our reference. The Code of Ethics and Conduct helps us to interpret and apply ethical principles in our daily lives. We must read it carefully and apply it continuously.

The Agromillora Group is committed to business ethics, human rights and compliance with the law in every aspect of our activities. These are the three foundations on which this Code of Ethics and Conduct is built. Our daily conduct must be a reflection of this commitment, guaranteeing the ethical, responsible and honest conduct of everybody who is part of the Agromillora Group.

# 2.1

## SCOPE



### The Agromillora Group

This refers to the **Holding Companies**<sup>1</sup> and all subsidiaries depending directly or indirectly thereon.

### Group personnel

All those belonging to the various companies that make up the Agromillora Group, its employees, executives and members of the respective Boards of Directors, regardless of their geographical location or functional or hierarchical position.

### Collaborators

All those persons or entities, apart from Agromillora employees, which act in certain circumstances as its representatives. These may be customers, suppliers, distributors, service providers, etc.

<sup>1</sup> **Holding Companies:** Namozul, SL, Talibia, SLU, Agromillora Catalana, SAU, Agromillora USA Inc., Agromillora Australia, Pty Ltd. **Subsidiaries:** Agromillora Iberia, SLU, Agromillora Sur, SA, Agromillora Produção e Comercio Mudas Vegetais, Ltda, Agromillora Australia, JV Pty Limited, Agromillora Maroc, SARL, Agromillora Fidan Üretim ve Pazarlama Ltd., North American Plants, Inc., Agromillora California, Inc., Agromillora Florida Inc., Agromillora Middle East, Co, AgroMarket Italia, SRL, Agromillora Méditerranée, SA, Agromillora Méditerranée de Laboratoires, SA.



---

## 2.2

### GENERAL RESPONSIBILITIES

Each one of us is responsible for our conduct fully adhering to the letter and the spirit of the Agromillora Code of Ethics and Conduct. We must be familiar with, adhere to and apply our Code, in addition to complying with internal policies and procedures, as well as with international and local regulations and rights.

We must also inform our direct manager or the Inquiries and Complaints Channel if we face any ethical conflict or dilemma, in order for them to help us handle it in the best possible way.

At Agromillora we believe that to err is human and that we can make mistakes in our daily management. If we make a mistake, or in the event of doubts or complaints, we must contact our direct manager or the Inquiries and Complaints Channel for guidance from the Ethics Committee.



---

## 2.3

### ADDITIONAL RESPONSIBILITIES OF MIDDLE AND SENIOR MANAGEMENT

Supervisors, managers, senior managers and directors must set an example in the application and defence of the standards and guidelines set down in the Code. They must also ensure that their teams are familiar with and apply the Code, and to resolve their queries or other issues that may arise.

In the case that supervisors and managers have doubts about how to guide their teams, they should consult the Ethics Committee.

---

## 2.4

### AGROMILLORA'S RESPONSIBILITIES

As a corporate entity it must establish the rules of integrity in its operations and communicate them to personnel and collaborators via the Code, and must provide all personnel with the necessary training and tools to manage it. It must also ensure that complaints are received and treated confidentially and responsibly and that investigations are impartial and professional.

---

# MISSION, VISION AND VALUES

# 3



---

## 3.1

### OUR MISSION

We are dedicated to the efficient propagation of plants which, based on innovation, quality and service, contributes to agricultural development. This is our reason for being, our purpose and the reason for our daily work at Agromillora.

---

## 3.2

### OUR VISION

Our vision for the future is to be the largest global platform for the production and marketing of plants.

## 3.3 OUR VALUES

We are convinced it is through our values that we will be able to continue with our Mission and completely achieve our Vision.



### Innovation

We question the way we do things, with a constructive spirit, and are open to change.



### Commitment

Those of us who work at Agromillora feel identified with the company's mission, objectives and way of doing things.



### Service

Our customers, both external and internal, must feel that we are working together, adapting to their needs and seeking deals which are to the benefit of everybody.



### Teamwork

We actively cooperate with others in order to achieve group and organisational objectives.



### Honesty

We act with transparency, sincerity and rectitude at all times. We fulfil our commitments, and if we make a mistake we accept the consequences.



---

# OUR PRINCIPLES

# 4

---

**We have a commitment to society and our environment, and to continue building a company that we can all be proud of, not only because of the results obtained, but also because of the way in which we achieve them.**

---

Our Code of Ethics and Conduct reflects Agromillora's principles and values, and our conduct must express the culture of the company and our way of managing the business.

**In Agromillora we seek to provide value through responsible conduct in business every time we make a decision. To do so, we take into account these general principles and guidelines:**

- Integrity, consistency, credibility, accuracy, fairness, equity and professionalism.
- Compliance with local, national and international laws, regulations, standards and procedures and, in addition to these legal obligations, compliance with generally accepted ethical standards.
- Respect for and sensitivity to the culture, history, traditions, customs and laws of the countries in which we operate.
- The company's reputation and image.
- Operational excellence and quality.

---

Agromillora's personnel and collaborators must strive to defend the interests of the Group, seeking to protect the company from any damage to its reputation. In case of any doubt, we can identify the best way to act by answering the following questions:

- 01 Is what is proposed honest and fair?**
- 02 Does it comply with the laws, standards, guidelines, policies and the Code of Ethics and Conduct?**
- 03 Would we feel comfortable reading about it in the news?**
- 04 Does it make us feel good about ourselves and the company?**

If the answer is yes to all these questions, then we are most probably getting it right. If there is any hesitation in answering any of these questions, we must seek a second opinion from our direct manager or via the Inquiries and Complaints Channel.



---

# GENERAL STANDARDS

5





## 5.1

### COMMITMENT TO HUMAN RIGHTS

At Agromillora we respect and promote human rights. By way of example and without excluding other situations, we do not tolerate human trafficking, child labour, or labour which is forced, compulsory, illegal or non-compliant.

Furthermore, at Agromillora we collaborate with third parties who are also committed to the respect of human rights.



## 5.2

### COMPLIANCE WITH REGULATIONS

At Agromillora we respect and comply with current international, national and local laws, as well as group and local internal policies and standards. We believe that the legal framework and internal regulations complement each other and help us in the management of the business in a responsible, controlled, efficient and consistent manner in areas such as economic/financial, operational, corporate, administrative, social, labour and environmental.



## 5.3

### CORRUPTION, BRIBERY, ILLEGAL COMMISSIONS, INFLUENCE PEDDLING AND MONEY LAUNDERING

We expressly prohibit any conduct intending, directly or indirectly, to influence the will of persons or entities outside the Group with the purpose of obtaining, illegally, any kind of irregular benefit.

By way of example and non-exclusively, we do not tolerate any action that may involve public or private corruption, bribery, receipt or payment of illegal commissions, influence peddling, or payment or acceptance of any monies from an unknown source.

In addition to the broader reference of our business ethics, our Mission, Vision and Values, our Principles, and our General Standards, this Code provides a guide for our conduct in various specific situations. These are situations and conducts foreseen in internal relations in the company and with our colleagues, and in external relations which we and the company have with other people and entities.







---

# STANDARDS OF CONDUCT:

## INTERNAL RELATIONS





---

## 6.1

### CONFLICTS OF INTEREST

---

**As an employee or collaborator of Agromillora we must always work for the best defence of the interests of the Group, avoiding situations of conflicts of interest.**

---

We consider that a conflict of interest exists when private interests or interests of people linked to us interfere with our duties and responsibilities, or when it is difficult to make decisions or participate in activities in an impartial manner. In these cases, we should inform our direct manager or the Ethics Committee for their assessment.

**For example, here are some of these conflicts of interest:**

- Using one's position in the company for personal benefit.
- Taking part in activities which result in direct or indirect benefit to any company which is a total or partial competitor of Agromillora.
- Possessing shares or holding a position in a company or entity that is a customer, supplier or total or partial competitor of Agromillora.
- Using connections obtained through the company for our own private purposes and obtaining personal benefit.
- Using the equipment or resources of the company to support a personal business.



---

## 6.2

### LABOUR RELATIONS, HEALTH AND SAFETY AT WORK

---

**At Agromillora we encourage a good working environment. One of our fundamental principles is respect for others. We believe that the relationship between people must be built on respect for dignity, equality and diversity.**

---

No ethnic origin, nationality, social origin, age, gender, marital status, sexual orientation, ideology, political opinions, be part of organizations that represent the employee, religious confession or any other personal, physical or social condition should have any impact on the employment situation of Agromillora personnel.

At Agromillora we adopt fair labour practices. We do not tolerate any type of discrimination, abuse of power, sexual harassment, inequality, favouritism, disrespect, or physical or verbal aggression.

Similarly, we promote selection processes, training and development actions, performance management processes and remuneration policies in a professional, objective, responsible and impartial manner, defending equal opportunities for all.

Physical integrity and health at work is a right and an obligation of all those who work at Agromillora. We must strive to ensure safety and prevent any type of hazard in the workplace. Therefore, we comply with the law and must have an internal or external safety service responsible for implementing the standards and policies of the Group and its subsidiaries in terms of prevention of occupational hazards and safety in all areas of the company.

To ensure a safe and healthy working environment, we also wish to have a space free of drugs and other prohibited substances, and we do not tolerate the consumption of any illegal drug or substance nor the abusive consumption of alcohol in the workplace.

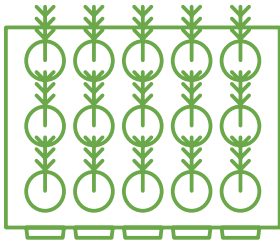
Nor do we tolerate the possession or use of unauthorised weapons during working hours and in the exercise of functions on behalf of the company, whether inside or outside the facilities of Agromillora and in accordance with legislation applicable in each subsidiary .

We also respect image rights. Therefore we will not use the image of any personnel, collaborators or third parties without first seeking their express authorisation.

At Agromillora we wish and undertake to facilitate the work-life balance of the people who are part of the company, regardless of the subsidiary to which we belong, the area or the position of responsibility that we occupy in the organisation chart.

We respect the right to free association, we recognize entities or associations that represent the interests of employees unions as legal representatives of the employees and we seek dialogue and collaboration in the event of any possible conflict of a labour or union nature.

As employees of Agromillora we do no political campaigning during work hours or within Agromillora facilities. We apply the same criteria to any other cause that might result in confrontation.



## 6.3

### USE OF FACILITIES, EQUIPMENT AND TOOLS

At Agromillora we provide personnel with the facilities, equipment and tools necessary for the normal and proper development and performance of our professional activity. It is our responsibility to take the utmost care of thing such as: office material, facilities, products, vehicles, digital tools, etc. We must strive to protect Agromillora's fixed assets.



---

## 6.4

### INVITATIONS, DONATIONS, GIFTS AND PAYMENTS

---

**In our company we believe that the acceptance and donation of gifts or favours, even with the best of intentions, may be inappropriate, depending on the context.**

We must neither give nor accept gifts, favours or personal gestures, if doing so compromises our ability to take objective decisions for the benefit of Agromillora. Anything of value, any object, money in cash or transfer, investment, hiring of a third party (family member or friend who will be favoured), inasmuch as it goes beyond the normal practices of courtesy, can lead to a situation of bribery or corruption.

We must comply with the policies of the Group or the subsidiary established for this purpose in the case of, for example, gifts, promotional items, invitations or occasional attentions for specific reasons relating to social customs, provided they are not in cash and are within reasonable limits.

As an employee or collaborator of Agromillora we are prohibited from receiving gifts at our home address.



## 6.5

### TRAVELLING EXPENSES

From time to time we will make journeys or trips for work which may even involve overnight stays. At Agromillora we will make it easy for you to be away from home in decent and reasonable conditions in accordance with the standards and policies of the Group and your subsidiary.

Expenses related to these trips and journeys must be treated with complete information transparency. We must therefore be honest and incur only rational and responsible expenditure, following the standards or policies of the Group and your subsidiary.

**Here is a list of examples, by no means complete, of some reasonable uses of such expenses:**

- Advance purchase of airline or train tickets.
- Optimizing transport in private vehicles and distances.
- Staying overnight in suitable hotels and as close as possible to the location to be visited.
- Appropriate use of advances received while travelling.

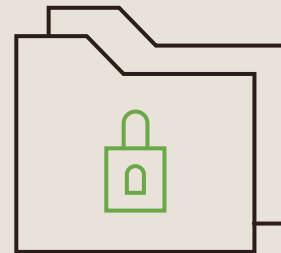
## 6.6

### INSIDER INFORMATION

Privileged information is information of a private nature, access to which may result in an advantage over others.

**We commit to not use privileged information either for the benefit of Agromillora or for personal or third party interests.**

Similarly, we must never reveal information considered to be restricted or confidential to unauthorised persons.





---

## 6.7

### INFORMATION AND KNOWLEDGE MANAGEMENT

At Agromillora we respect and protect industrial and/or intellectual property rights in general and, in particular, those which are the object of our business. We must not produce, import, possess, use, offer or input R&D&i materials, products, procedures or projects protected by patents or by intellectual or industrial property, without the consent of its owner, whether this be Agromillora, a breeder or a third party.

---

**We are committed to protecting the chemical formulas or ingredients used in our laboratories or any differentiated work procedure related to our products.**

---

We must all maintain the confidentiality of all types of information and prevent unauthorised internal and external persons from having access to confidential information belonging to Agromillora, including business plans, marketing and sales information, contracts, product



development plans, etcetera. Similarly, we must protect any confidential information which is entrusted to us.

We must all be committed to protecting privacy by protecting personal data and limiting access to such data, following internal control procedures.

## 6.8

### OPERATIONAL EXCELLENCE AND QUALITY

All personnel and collaborators are committed to producing quality work, whether in production, sales, administration or any other area of the company, whether the recipient of our work or performance is the end customer or another department or personnel of Agromillora.

**In particular, we must pay special attention to ensuring that Agromillora's products and services meet the Quality Assurance standards as a distinctive key element of the Agromillora brand.**



Quality Assurance  
& Research  
**Agromillora**



---

# STANDARDS OF CONDUCT: EXTERNAL RELATIONS

7



---

## 7.1

### FINANCIAL TRANSPARENCY AND RESPONSIBILITY

---

**In accordance with our principles of integrity, transparency and regulatory compliance, we are committed to ensuring that the financial information offered to third parties always reflects the true image of the company.**

---

Should we detect any data or information that might distort the true image of the company, in that it contains false or misleading information, we can inform the person who produced it, in order for the content to be reviewed, and if the information has had or may have a significant impact, we must inform our direct manager or the Ethics Committee, via the Inquiries and Complaints Channel.



---

## 7.2

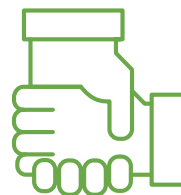
### SHAREHOLDERS AND FINANCIAL COMMUNITY

---

At Agromillora, we maintain collaborative relationships with our shareholders, investors and boards of directors, working to meet their legitimate business aspirations and adding value to the company. We provide them with all the information to enable them to perform analyses and take decisions concerning Agromillora: the financial situation in general, products and services, research activities, situation of the markets, situation of labour relations, as well as other information related to the company, including objectives, general plans, expansions, etc. All of which is always within the legal framework and in compliance with current data protection regulations.

---

**At Agromillora we strive to ensure collaboration not only with our shareholders, but also with all of the company's stakeholders.**





## 7.3

### LOCAL, NATIONAL AND INTERNATIONAL GOVERNMENT

At Agromillora we follow the regulations and laws of each territory concerning the relationship with the authorities and public officials, and in no case do we ever adopt a political position. Throughout the group, we strive to

maintain a professional relationship with government authorities and all political and social bodies.

We do not make financial payments, donations or gifts of products, services or other resources to any government representatives, nor do we support territorial presidents, heads of state, mayors or other political figures.

At Agromillora we reject the misappropriation of funds, bribery or corrupt judgement in any government or political activity, as well as other offences related to illegal political activities.





---

## 7.4

### CUSTOMERS AND DISTRIBUTORS

---

**In our company we seek to establish long-term relationships of trust with our customers.**

---

**We strive to ensure fair and honest treatment and fair and good faith negotiations with our customers.**



We are committed to competing in the marketplace and to carry out marketing and sales activities based on the merit of our products and services.

In addition, we do not discriminate against any of our customers, whatever their condition, and we provide each of them with the necessary information to make an objective decision concerning which supplier of plant species to use.

We appreciate and value all suggestions and recommendations from customers, since they are a source of information for the continuous improvement of our products and services.

We always strive to ensure our products comply with quality standards, ensuring a level of quality equal to or higher than legal requirements, as well as to ensure the service we offer is the most appropriate for each customer.

At Agromillora we guarantee the confidentiality of customers' data and we undertake not to disclose it to third parties, except with the consent of the customer or owing to legal obligation. The collection, use and processing of customer data of a personal nature must be in accordance with the regulations on protection of personal data.

As professionals of the Agromillora Group, we will avoid receiving interference or influence from customers or third parties that might affect our impartiality and professional objectivity, always in accordance with the relevant policies, of both the Group and the subsidiaries. In this respect, we will not accept any kind of remuneration from third parties, nor will we offer it, for services related to our activity within the Group, if this is for personal benefit.

---

## 7.5

### SUPPLIERS

---

**At Agromillora we apply criteria of objectivity and impartiality in supplier selection processes, committing to non-discrimination.**

---

In this respect, we avoid any kind of interference or influence from suppliers that might affect our impartiality and professional objectivity. Thus we will reject any type of remuneration from suppliers for services related to our activity in the Group, if this is for personal benefit.



---

## 7.6

### COMPETITION

In an environment of loyal and honest competition for the benefit of consumers and users, we do not allow any distortions or alterations which might falsify our own or somebody else's reality, nor any deceptive or derogatory advertising towards our competitors or third parties.

At Agromillora we respect and follow market antitrust laws, undertaking to apply fair commercial practices.

Obtaining information from third parties, including from the competition, will always be done according to the law. Therefore, we do not tolerate actions such as industrial espionage, bribery, fraud or the fraudulent obtention of information.

---

## 7.7

### THE MEDIA AND TRANSPARENCY OF INFORMATION

---

**By representing Agromillora,  
we communicate truthfully  
and appropriately  
whatever the means of  
communication we use**

---

(events, social networks, press releases, press articles, conferences, catalogues and brochures, etc.).

Everybody who forms part of Agromillora undertakes not to defame, not to criticise and not to use vulgar or offensive language in any communications we may make on behalf of Agromillora.



---

## 7.8

### COMMUNICATIONS AND EXTERNAL ACTIVITIES

---

**We consider that our brand, our image and our corporate reputation are among our most important assets, and we must therefore all strive to ensure that our actions do not damage Agromillora's image and reputation**

---

Always providing, in any external activity, event or public dissemination, an image consistent with our corporate values of commitment, honesty, service, teamwork and innovation.

We cannot use the Agromillora name or brand for purposes other than those permitted by the company.

We must respect the image, logos and any symbol that represents the company, and must similarly respect the image, logos or symbols of third parties.

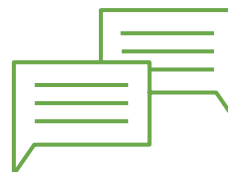
In case of doubt we can consult the Corporate Communication department.

We reject any form of manipulation of people through deceptive or unfair advertising.

At Agromillora we respect our audience and ensure that our conduct in conversations in social media in which we participate is exemplary in all situations. We take special care with opinions related to politics, religion, ethics or similar sensitive issues. We try to avoid these issues in those publications that we publish in professional environments.

If we identify ourselves as employees of Agromillora in social media we must adopt a position consistent with the way we normally relate to our customers and collaborators, and consistent with our position and responsibilities. We identify ourselves in an appropriate way with our real name and, if necessary, with our position, when we talk about issues related to the sector. Honesty is one of the Agromillora's values. We permanently update our digital profile so that it reflects reality at all times.

We make sure the information we publish is correct. The publication in social media of rumours or internal or confidential information about the company or related to third parties (customers, suppliers and collaborators) can have a negative impact on the image and reputation of Agromillora, and may be subject to legal action. A negative impact on our image and reputation causes damage not only to Agromillora as an organisation, but impacts negatively on all those of us who work at Agromillora.





---

## 7.9

### COMMITMENT TO THE COMMUNITY

---

At Agromillora we have a strong commitment to the communities where we are located, to collaborate in the development of the territories close to all the Group companies. In this respect, we strive to maintain a good long-term relationship with the people of each territory, and to be respectful of their rights, culture, traditions, etc.



---

## 7.10

### ENVIRONMENTAL PROTECTION

---

**We are committed to the  
planet and the environment.**

---

Our business activity and our environment are related to nature and plant species, which reinforces our involvement in protecting nature and the environment.

We are committed to complying with regulations related to the defence of the environment in the regions or countries in which we operate.





---

# MANAGEMENT OF THE AGROMILLORA CODE OF ETHICS AND CONDUCT

8



---

## 8.1

# DISTRIBUTION AND DISSEMINATION OF THE CODE OF ETHICS AND CONDUCT

This Code of Ethics and Conduct was approved on March 21, 2018 at the meeting of the Board of Directors of the Agromillora Group. This Code comes into force, as a general rule, on March 21, 2018.

It was prepared through a working group in which the holding companies and subsidiaries are represented, as well as all areas of the company, and with the support of outside professionals specialised in the subject.

The management of the Agromillora Group and the Audit Committee (Ethics Committee) validated it before formal approval by the Group's Board of Directors.

The Code of Ethics and Conduct of Agromillora will be available in all the languages of the countries in which we are present.

The Code of Ethics and Conduct will be quickly distributed to all personnel, including supervisors and managers at all levels, as well as collaborators.

A copy of this Code of Ethics and Conduct will be delivered to all personnel and collaborators. The Declaration of Knowledge, Adherence and Commitment must be signed individually by everybody, as a token of their consent. Similarly, the Code will be given to all new personnel and collaborators and their signatures collected.

The subsidiaries will present our Code of Ethics and Conduct to third parties (customers, suppliers, service providers, etc.) for their information, if so required.

---

**By its nature, the Code of Ethics and Conduct cannot cover all possible situations, but is limited to establishing the fundamental criteria to guide our conduct and resolve any issues that may arise in the development of our professional activity.**

---

In the event that we are faced with a situation not described in this Code, we will seek the broader reference of our business ethics, our Mission, Vision and Values, our Principles and our General Standards. And as always, we can consult our manager or the Ethics Committee to ensure that we are acting correctly.

Once it is launched in all the Group's subsidiaries, the Code of Ethics and Conduct will be updated whenever modifications and adaptations become necessary. The new version of the Code will be presented and everybody will sign the Declaration of Knowledge, Adherence and Commitment once more. It will be our responsibility to ensure we are familiar with its content, including changes with respect to previous versions.

---

## 8.2

### ABOUT THE ETHICS COMMITTEE

The Ethics Committee is responsible within the Group for the application of the Code of Ethics and Conduct. It is composed of the members of the Audit Committee, who are Board directors not taking part in the management of the Group.

---

**The main functions of the Ethics Committee regarding the Code of Ethics and Conduct are:**



- 01 To propose its periodic revision and updating to the Board of Directors.
- 02 To promote knowledge and understanding of it on the part of all personnel and collaborators.
- 03 To receive and resolve queries regarding its interpretation or application.
- 04 To receive and resolve complaints, channelling them according to the established procedure.
- 05 To evaluate the degree of compliance.

## 8.3

### INQUIRIES AND COMPLAINTS CHANNEL

**Agromillora places at our disposal the Inquiries and Complaints Channel to ensure proper compliance with the Code. This is a confidential communication channel through which we can make communications related to:**

**Inquiries, whenever we have a doubt or query about this Code:**

[inquiries@agromillora.com](mailto:inquiries@agromillora.com)

**It is our responsibility to report any inappropriate conduct. If we detect any situation contrary to the Code, we must contact:**

[complaints@agromillora.com](mailto:complaints@agromillora.com)

**We must use the Inquiries and Complaints Channel in a responsible manner, providing truthful information and verifiable data. Agromillora, on its part, undertakes that the Channel will guarantee:**

- Anonymity and confidentiality of the complainant's data according to data protection legislation. Personal data may be provided to the authorities, inasmuch as it is required.
- Non-retaliation, direct or indirect, due to the mere fact of using the Channel.

**Processing and investigating complaints is the responsibility of the Ethics Committee.**



---

## 8.4

### DISCIPLINARY SYSTEM

---

**It is in our power to make Agromillora a great place to work, and compliance with the Code will help us achieve better coexistence.**

---

Failure to comply with the standards contained in the Code of Ethics and Conduct of Agromillora may result in disciplinary sanctions, in accordance with legal regulations, those agreements, regulations or other instruments according to the laws, agreements, and customs that apply in each country or the disciplinary system of the Group or the subsidiary.

The Ethics Committee is responsible for ensuring the effective and proper application of these measures, even to the extent of proposing administrative or criminal sanctions.









9

**DECLARATION OF KNOWLEDGE,  
ADHERENCE AND COMMITMENT TO  
THE CODE OF ETHICS AND CONDUCT  
OF THE AGROMILLORA GROUP**

The Code of Ethics and Conduct contains conduct guidelines that must be followed by Agromillora's personnel and collaborators, regardless of their position or responsibility, so that they are aware of the implications, privileges and responsibilities that come with belonging to the Group.

**I declare that I have received, understand and adhere to the Code of Ethics and Conduct of Agromillora, and that I agree to comply with it.**

<b>Name</b>	<b>Position</b>
<b>ID Document or Passport No.</b>	<b>Subsidiary</b>
<b>Date</b>	<b>Signature</b>



