

CODE OF ETHICS  
AND  
PROFESSIONAL  
CONDUCT

VIDRIOS  
SAN  
MIGUEL

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## **1. INTRODUCTION**

### **1.1 PURPOSE**

The purpose of the present code is to determine the guidelines which shall govern the ethical conduct of all the members of Vidrios San Miguel S.L in their daily work.

This code is based on the definition of the vision, values and principles of our company, which supplements an action guideline in order to ensure the proper behaviour in the professional work of its employees. It likewise establishes the detection of irregularities and non-compliances and the continuous monitoring requirement which analyses the code on a regular basis.

### **1.2 SCOPE OF APPLICATION**

The Code of Ethics of Vidrios San Miguel S.L is intended for and is applicable to all company personnel whatever their job position or level (Management, employees, suppliers ...) and regardless of their activity.

## **2. CODE OF ETHICS AND PROFESSIONAL CONDUCT**

At Vidrios San Miguel S.L our values are part of our strategy, our culture and our actions. These values must be based on mutual respect amongst all persons who relate to each other person, the commitment to their work and with the company, the responsibility of undertaking their work as efficiently as possible, solidarity and cooperation with colleagues and the company, integrity and respect for the law, so that our working environment is a safe environment which permits personal and professional development free of offense, exploitation, intimidation, harassment and discrimination free.

On the other hand, this Code cannot contemplate all the possible scenarios in the work environment, yet, stipulates certain minimum guidelines to advise management, employees, suppliers ... in their professional endeavours.

This Code of Ethics and professional conduct is of mandatory compliance for all persons who render their services to Vidrios San Miguel S.L

### **2.1 RELATIONSHIPS WITH AND BETWEEN EMPLOYEES**

#### **2.1.1 Employment rights**

Vidrios San Miguel S.L upholds advocates and safeguards basic employment rights, human rights and public freedoms recognised in the Universal Declaration of Human Rights and the principles included in the United Nations Global Compact.

In this fashion, our company upholds the freedom of opinion, expression and association of its employees, as well as the right to collective enterprise bargaining. Furthermore, the company repudiates child labour and all forms of exploitation whatsoever, and respecting ethnic minorities. Therefore, Vidrios San Miguel S.L is opposed to giving employment to prisons, as it is our opinion that it is a modern form of exploitation.

Accordingly, the upholding of Vidrios San Miguel S.L in relation to employment rights must be designed in all professional endeavours of its employees.

In the event of any non-compliance as regards upholding the law, human rights or ethical values, the employees must notify the company via his/her hierarchical superior or the Ethics Committee.

#### **2.1.2 Respect for persons**

Vidrios San Miguel S.L considers that respect towards others must be an essential component of the conduct of its management, employees and suppliers ... To that end, our company repudiates any manifestation of physical, psychological, moral harassment or abuse of power ("official misconduct"), as well as any offensive or violent behaviour whatsoever in relation to the rights and dignity of persons.

All employees are under the obligation to treat their colleagues, superiors and subordinates in a fair and courteous manner.

The Equality Committee of our company has created an “Abuse or employment and/or sexual harassment Protocol” in order to prevent and where appropriate to rectify this type of behaviour.

### **2.1.3 Professional development, Equal opportunities and non-discrimination**

Vidrios San Miguel S.L foster the professional and personal development of all its employees, ensuring equal opportunities.

Furthermore, undertakes the commitment to promote and establish a suitable environment in order to ensure that there is no discrimination of any kind on grounds of gender, race, nationality, religion, ideology, sexual orientation, age, disability or any other physical or social condition, and where respects and values endeavour and diversity is respected and valued.

Therefore:

- All employees must foster a work environment where the established equality policies are upheld.
- All the board members, managers and employees who have professional responsibility as regards other persons, must be objective in their selection, promotion, as well as in the establishment of their remuneration terms and conditions, based solely on individual performance, professional merit and skills and the person's performance.

### **2.1.4 Occupational health and safety in the workplace**

Occupational health and safety at Vidrios San Miguel S.L is intended to train, promote and provide safe and healthy working environments, ensuring the rights of individuals as regards the protection and integrity of health. Furthermore, our company fosters the adoption by collaborating companies and suppliers with whom we operate of occupational health and safety in the workplace policies.

All employees must strictly comply with the stipulated occupational health and safety regulations of the company. Therefore, all employees have the right and duty to immediately notify his/her immediate superior or the Occupational Health and Safety in the Workplace Committee any activity or situation which jeopardises or is unsafe for the employees' occupational health and safety.

### **2.1.5 Appropriate use and protection of company property**

Vidrios San Miguel S.L makes available to its employees the necessary resources for the performance of his/her professional activity. To that end, employees must use resources in a responsible, efficient and appropriate manner for his/her professional activity and shall not be used for particular uses or any other purposes whatsoever. In addition to protecting the employees from damages, loss or theft.

The use of the facilities to undertake remunerated activities or not, which are directly or indirectly related to the business of Vidrios San Miguel S.L or that of the glass sector shall be not permitted barring authorised exceptions.

### **2.1.6 Data protection and confidentiality of information**

The information security of Vidrios San Miguel S.L is intended to safeguard the confidentiality, integrity and availability thereof. The information of Vidrios San Miguel S.L is proprietary and confidential to the company and is essential for the undertaking and success of its activity.

The information security is applicable to all executives and employees of Vidrios San Miguel S.L, who shall protect the confidentiality of the corporate information.

No executive or employee shall use the information to which he/she has access for any other purposes other than contractual purposes.

All our corporate information as regards clients, shareholders, executives, employees, suppliers, strategic plans, and financial information, commercial, statistical or legal information shall be considered as confidential and treated as such.

The personal data shall be processed ensuring the right to privacy of persons subject to the LODP (Organic Law 15/1999, of 13 December, on Protection of Personal Data). The RGPD (European Union Regulation 2016/679 of the European Parliament and of the Council of 27 April 2016) thereby entering into force, which repeals articles of the former regulation, updates others and adds new security regulations.

### **2.1.7 Corporate brand and image**

Vidrios San Miguel S.L regards its corporate image and reputation as one of its most valuable assets in maintaining the trust of shareholders, clients, employees, suppliers, authorities and of society in general. To that end, all executives, employees, corporate contractors and collaborating companies' employees shall ensure that their manner of proceedings and courses does not harm the company's corporate image and reputation. And no employee may use the name and brand of Vidrios San Miguel S.L for uses other than those permitted by the company.

## 2.2 THIRD PARTY RELATIONSHIPS

### 2.2.1 Client relationships, customer service and fair competition.

Our company undertakes, spearheads and furthers the commitment to quality, constantly employed in improving its offer and the quality of products and services, as well as to establish relationships of mutual trust and respect with clients.

Therefore, Vidrios San Miguel S.L states its commitment to compete in the market in an active but fair manner, not accepting misleading, fraudulent or malicious conduct which is conducive to the procurement of undue advantages by the company.

To that end:

- All employees must prioritise in the pursuit of excellence in the quality of service, both in production as well as customer service.
- All employees must make the interests of the company and those of the client their his/her sole priority, in any offer whatsoever of the product or service provision to a client made on behalf of Vidrios San Miguel S.L
- All company employees must be of assistance to and understand the client in the best possible manner, anticipating their needs and meeting same in an efficient manner, which is why said employees must furnish clear and accurate information as regards the products.
- No employee shall furnish false information.

### 2.2.2 Supplier relationships

Vidrios San Miguel S.L regards its suppliers as an essential element in the pursuit of its growth and quality improvement objectives, establishing supplier relationships based on mutual trust and benefit.

Accordingly:

- The selection and taking out under contract of products or services to any third party must be carried out under technical, professional and economic criteria, always meeting the needs and interests of Vidrios San Miguel S.L
- No supplier relationships shall be established with suppliers who breaches the law or the basic principles included in this Code.
- No employee of our company may receive or offer sums as commissions or bonuses, or gifts or favours with the exception of courtesy gifts which have a token value or of a advertising nature.
- When the circumstances so warrant, the company may require from its suppliers the undertaking to comply with the provisions of this Code.



### **2.2.3 Shareholder relationships**

The relationship of Vidrios San Miguel S.L with its shareholders shall be based on fairness; which is why the company undertakes to furnish objective, accurate, transparent, appropriate and pertinent information as regards the evolution of the company and under conditions of equality for all its shareholders.

### **2.2.4 Conflict of interests.**

A conflict of interest occurs when personal interests or activities of an employee are conducive to an actual or potential inability in order to proceed in the best interests of the company; thus working in favour of an individual or a group in the company.

Any form of cooperation which may enter into conflict with the responsibilities assumed in the company shall be avoided.

Potential conflicts of interest which may arise from the following situations are as follows:

- Financial interests in other sector companies.
- External (outside) employment.
- Owning their own business.
- Management of another company.
- Commercial relationship with family members.

Vidrios San Miguel S.L personnel shall report any actual or potential conflict of interest for an investigation thereof by the Ethics Committee and corporate management. Any reported activity, notwithstanding the fact that it is an actual or perceived conflict, must be documented.

### **2.2.5 Anti-corruption and bribery**

Corruption and bribery are one of the categories of fraud and are unethical practices intended for the purposes of inappropriately influencing the activities and will of persons in order to procure advantages for oneself or for the company.

Vidrios San Miguel S.L is opposed to any attempt to influence the will of persons extraneous to the company in order to procure any benefit whatsoever through the use of unethical practices. Nor shall the company permit other companies or businesses to undertake these practices with their employees. Therefore, any kind of bribery or corruption whatsoever shall not be tolerated nor any participation therein in said practices.

To that end, no employee shall accept or engage in any bribes, nor offer benefits for the benefit of any third party, reporting however so many cases of corruption which come to his/her notice and attention.

Therefore:

- Any conduct whatsoever which may constitute bribery or attempted bribery in relation to authorities or civil servants, either directly or indirectly, shall be avoided.
- Any activity whatsoever which may constitute influence peddling, taking advantage of any situation derivative from personal relationships, with the pursuit of obtaining a resolution that may entail a benefit or avoid a loss (albeit economic or not) is prohibited.
- Donations to political parties and their related foundations are prohibited.
- The purpose of said sponsorships shall be the granting of financial aid to those sponsored in order to carry out their activities, as well as sporting, charitable and cultural activities. The sponsorships likewise must be intended at strengthening the brand and business of Vidrios San Miguel S.L
- Travel and representation expenses shall be reasonable without being classified as excessive. Furthermore the corresponding receipt of expenses must be submitted. In certain exceptional cases, 3-5% plus of the total may be accepted in the event of loss due to accident of the receipt of payment and with the subsequent explanation of the incident.
- Donations must be made to a charitable welfare institution and there shall be controls for the purposes of not being able to operate in opposition to the present Code of Ethics and Professional Conduct.
- Only goodwill gifts and which do not have a nominal value shall be accepted, therefore, a calendar or any advertising material, a box of chocolates may be accepted... Under no circumstances whatsoever shall watches, jewellery, dresses, real property, trips, cars shall be accepted ...
- Insofar as internal accounting audits are concerned, the auditors responsible for said audits shall be changed every 3 financial years.
- In the event that an employee were to receive a gift, he/she must notify the immediate superior of this fact, the superior shall notify the committee and the latter shall return the gift to the corresponding person or company together with a note that shall explain the company's gift policy.
- Claims or complaints in the event of corruption may be made through the suggestion box located in spare parts, or directly to the Ethics Committee, which shall be held in strict confidentiality as regards the complainant (whistleblower).

### **3. CORPORATE SOCIAL RESPONSIBILITY**

#### **3.1 Action policy**

Vidrios San Miguel S.L based on its ethics and social responsibility undertaking, is committed to helping the community in collaboration with different projects and organisations.

Collaborating annually with the “Togo Project” which consists of nutritional camps in the third world, assisting with financial contributions, pharmaceutical products and voluntary aid. Furthermore, donations are made to non-profit social organisations from Caritas to mentally handicapped associations, as well as product donations for auction.

Our company is likewise committed to the incorporation into the labour market of all persons with disabilities, whatever his/her condition with an equal treatment, which is why we similarly work with the “Trèvol Project” in order for these persons to benefit from the socialisation and integration, training and development processes which the company has developed.

#### **3.2 Environmental policy**

The conservation of the environment is one of the basic action principles of Vidrios San Miguel S.L For this reason, an environmental management policy has been stipulated, where the Waste Minimisation Plan and the Energy Monitoring Plan are worked on.

Therefore, all employees shall uphold and comply with the Environmental Policy.

#### **3.3 Veracity of information**

The trust placed in Vidrios San Miguel S.L is based on transparent, accurate and complete information which the company furnishes in all areas and at all levels.

To that end, all employees must be responsible when furnishing information for the purposes that said information is clear, accurate and precise.

#### **4.- COMPLIANCE OF CODE OF ETHICS AND PROFESSIONAL**

**CONDUCT** This Code is of mandatory compliance for the management, all employees of Vidrios San Miguel S.L and any third party whatsoever.

The company shall notify and disseminate among all its employees the contents of this Code of Ethics, said employees shall formally state that they understand and comply with the guidelines of this Code. A high level of commitment is expected in the compliance with the Code.

Any questions whatsoever which may arise as regards the interpretation or application of this Code of Ethics must be consulted with the hierarchical superior or with the Ethics Committee.

In order to ensure the implementation, compliance and control thereof, an Ethics Committee has been set up, which shall have advisory, decision-making, monitoring and advocacy functions.

The committee is made up of 4 members of the company:

- Ana Barber Domenech (Human Resources Department).
- Cecilio Fernandez Martinez (Sales Department).
- Ana Manzaneda Mollà (Occupational Health and Safety in the Workplace Risk Prevention Department).
- Rafael Fornés Juan (President).

Queries and complaints may be made without fear of reprisal, either in the suggestion box located in spare parts, or directly to the Ethics Committee, which shall be held in strict confidentiality.

Queries or complaints shall include at least:

- Identification of the person making the query and/or the operator number.
- Details of the complaint and possible evidence or information which substantiates such a complaint.
- If reference is made to a query, the article of the code on which clarification is needed must be specified.

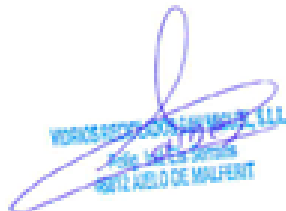
All employees must cooperate in the investigations carried out as regards possible breaches of the Code.

The committee decisions shall be binding for the company and for the employees concerned.

Non-compliance of any of the action criteria included in this Code of Ethics and Professional Conduct shall be penalised pursuant to the prevailing disciplinary regime.

The Code shall be reviewed annually and shall be updated periodically by management, and the Ethics Committee, taking into account the suggestions and proposals made by the employees.

Rafael Fornés Juan /Chairman



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