



SUPPLIER
CODE OF ETHICS
AND CONDUCT

*Committed to a responsible and
sustainable supply chain*



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I. INTRODUCTION

CIRSA is a leading multinational in the gaming and leisure sector in Spain, Latin America, Italy and Morocco, distinguished by its creativity, innovation, professionalism, diversity, service and results. The purpose of this Supplier Code of Ethics and Conduct (hereinafter "The Code") is to promote, diffuse and establish minimum standards of conduct for suppliers who maintain or wish to strengthen a business relationship with any of the companies that belong to the CIRSA Group.

The CIRSA Group will in its hiring decisions favour suppliers that are committed to the principles and standards of conduct established by the CIRSA Group's Supplier Code of Ethics and Conduct, as well as those that demonstrate competitiveness and guarantee the best market conditions.

Acceptance of the Code seals a commitment to the improvement and inclusion of ethical, social, environmental and good corporate governance practices, as well as their corresponding transfer to the organisation's supply chain.

II. PURPOSE AND SCOPE

The framework for the Code is formed by the principles of free markets and competition, favouring development and transformation towards a fairer society in the markets where the CIRSA Group operates.

For this reason, CIRSA:

Considers its suppliers an indispensable part of the achievement of its objectives of growth and improvement of service quality, seeking to establish relationships with them based on trust and consistency of values.

Selects and evaluates suppliers taking into account compliance with the principles (integrity, responsibility and diligence) and the guidelines for action described in this Supplier Code of Conduct, as well as those derived from the market.

Specifies that its suppliers must not engage in conduct, either express or tacit, that, as a result of non-compliance with regulations or through an illegal or criminal action, may bring about benefit materialising in revenues, cost savings or any type of competitive advantage. Adheres to strict compliance with the laws in force in the country concerned.

Expresses the importance of aligning business actions with the 10 principles of the United Nations Global Compact and promotes compliance with the Sustainable Development Goals (SDGs) throughout its entire value chain through integrating the supplier approval process into procurement

The Code is applicable to CIRSA's suppliers and to the Group companies with which it shares a procurement management model, always in line with the general provisions of the [CIRSA Code of Conduct](#). Notwithstanding the foregoing, in order to facilitate follow-up on the Code, reference will be made exclusively to CIRSA.

management in accordance with ESG (Environmental, Social and Governance) criteria.

Uses Information and Communications Technology (ICT) so that suppliers know and understand this Code and can adopt compliance with it. Similarly, each supplier will be responsible for ensuring that its employees understand and comply with the Code.

States that this document does not replace specific requirements set out in agreements and/or contracts, but rather serves as a supplement to these. In the event that a contractual term sets broader requirements than those stated in the Code, the supplier must comply with the established contractual terms.

Integrates the principle of proportionality into the management of the procurement function, for which purpose it takes into account the size, internal organisation, nature, scale and complexity of the activities carried out by the supplier regarding their importance for and impact on the proper development of the business.



III. COMMITMENTS AND PRINCIPLES OF ACTION OF THE CIRSA GROUP'S SUPPLIERS

CIRSA has adhered to the United Nations Global Compact as a good governance practice, proof of its ethics and faithful commitment to the dissemination and promotion of the culture of sustainability, the combat against corruption, the defence of human rights, labour, and environmental protection, as well as communication of the progress it has made in this area throughout the value chain and other interest groups. For this reason, it also recommends that its suppliers adhere to this initiative: www.unglobalcompact.org.

The Supplier Code of Conduct includes specific guidelines for action in relation to the following topics:

- 1- Human and labour rights.
- 2- Legal compliance, ethics and transparency
- 3- Occupational health and safety
- 4- Environment and quality.
- 5- Sustainability in the supply chain and its continuous improvement.
- 6- Confidentiality, privacy, continuity and intellectual property.

1- Human and labour rights.

CIRSA aims to extend its commitment in this area to its suppliers and contractors in accordance with the main internationally recognised laws and practices, such as:

1. The protection of the values upheld by the Universal Declaration of Human Rights.
2. The ten principles set out in the UN Global Compact and the UN Guiding Principles on Business and Human Rights.
3. The Organisation for Economic Co-operation and Development's guidelines for multinational enterprises.
4. The International Labour Organization (ILO) Declaration on Fundamental Principles and Rights at Work.

In this regard, CIRSA's suppliers shall carry out their business activities taking into account the obligations associated with the following topics:

Current labour legislation: they shall comply with the labour regulations applicable to them at all times, including practices and conduct aligned with their local and national values, laws, regulations and directives, while at the same time they will be responsible for transmitting commitment and responsibility to their value chain.

The rights of free association: they shall recognise freedom of association, the freedom to form and join trade unions and the right to collective bargaining, in accordance with the legislation currently in force the country where they conduct their activity.

Equal opportunities and non-discrimination: they shall avoid discrimination in work and employment on the basis of gender, gender identity, race, colour, nationality, creed, religion, political opinion, affiliation, age, sexual orientation, status, incapacity, disability and other situations protected by law.

Hiring of the disabled: they shall undertake to comply with the legal provisions for socially responsible hiring of disabled persons in accordance with the legislation of each country, supporting the integration of members of this group into the

this regard by making available an ethics hotline channel through which they can receive allegations and complaints confidentially. This channel will serve as an informational medium, will promote investigation that will confirm the veracity of the complaint and will allow establishment of monitoring for the prevention of such irregular conduct.

workforce.

Forced labour: they shall not be complicit in any form of human rights abuse and shall support the elimination of forced and compulsory labour, understood as any work carried out under threat of any penalty or reprisal, for which the individual does not volunteer.

Child labour: they shall contribute to the eradication of child labour with the aim of ensuring that all employees are over 16 years of age, the minimum working age in Spain, or the minimum working age stipulated in the country of operation in the case that this is more restrictive, and shall also prevent any minor from carrying out dangerous work or work that interferes with their education or physical, mental, moral and social development.

Harassment: they shall reject any manifestation of violence, exploitation or sexual, physical, psychological or moral harassment, abuse of authority or mistreatment and shall prevent the implementation of any practice that involves threat, force or any type of intimidation, retaliation or abuse of power for the purpose of exploitation. Likewise, they shall take measures that help them identify the presence of any irregularity in

2- Legal compliance, ethics and transparency

Compliance with current legislation: our suppliers shall comply with the laws, rules and regulations of the countries where they operate, without engaging in practices or conduct that may jeopardise legality or fundamental ethical principles.

Combating bribery and corruption: CIRSA will not tolerate any form of corruption, bribery or money laundering derived from criminal or illicit activities. CIRSA will not accept actions that are not aligned with current regulations under the premise that these actions are in its favour, regardless of the financial or other benefit that they may entail. Suppliers shall establish mechanisms to combat all forms of corruption, extortion, price-fixing and/or anti-competitive behaviour, embezzlement, counterfeiting, bribery, money laundering, terrorist financing or influence peddling.

Conflict of interest: suppliers shall not accept or offer gifts, advantages, favours or arrangements free of charge that are intended to improperly influence their business, professional or administrative relationships. Suppliers shall avoid entering into situations of actual or potential conflict of interest, on the part of their employees and those of CIRSA, and shall have in place mechanisms that, in the event of potential conflict of interest, guarantee the independence of the supplier's actions. Any person affected by a conflict of interest must refrain from intervening or participating in the negotiation in question.

Upholding competition: we expect our suppliers to operate their companies in accordance with the principle of fair competition, as well as with all applicable regulations, carrying out their activity ethically in their relationship with their competing companies. Accordingly, our suppliers shall not enter into any agreement or understanding (whether express or implied) or engage in any action that unlawfully or unduly restricts trade or competition or violates antitrust and competition laws.

Supply chain integrity: suppliers shall conduct their business with integrity and to the highest standards of business ethics and transparency. As such, we expect our suppliers to conduct appropriate due diligence and background checks on their third parties with the goal of ensuring supply chain integrity, taking into account each third party's activity, origin and government interaction.



They must also ensure that they do not carry out or participate in penalised operations or operate with sanctioned countries in accordance with the regulations on sanctions and trade embargoes issued by international regulators.

Suppliers are responsible for ensuring that their own third parties comply with this Supplier Code and applicable rules and policies with respect to business conducted for or on behalf of CIRSA.



Corporate image and reputation: suppliers shall endeavour to safeguard CIRSA's image and reputation. They undertake to operate with the utmost care to preserve their professional performance, making appropriate and correct use of the relationship they maintain with CIRSA, both on the part of their employees and in the case of subcontracted companies.

Books and records: suppliers must inform CIRSA as soon as possible of any irregular payments, suspicious transactions or suspected money laundering affecting CIRSA, as well as maintain accurate and transparent books and records associated with the relationship at all times and demonstrate compliance with applicable laws and regulations.

Audits and evaluations: suppliers are expected to cooperate with internal and external investigators and auditors of CIRSA upon notification of the investigation, audit, evaluation or unusual request related to the Group of companies that comprise CIRSA. CIRSA shall have the right, with its own resources or through authorised third parties, to inspect and audit financial and non-financial information relating to suppliers' activity and management practices.

3- Occupational health and safety

CIRSA is committed to providing a healthy and safe work environment for all of our employees and anyone who works at or visits our facilities. For this reason, we expect our suppliers to promote the application of occupational health and safety standards and policies, which ensure:

Occupational health and safety: making a commitment to respect the laws, rules and regulations of the country where they provide service.



Safe facilities: having facilities that guarantee industrial hygiene, sufficient lighting and ventilation, toilets, and access to drinking water, with safety equipment in case of fire and adequate protection for each activity.

Education and training in prevention, safety and health: avoiding accidents and occupational diseases through the establishment of preventive measures, as well as of procedures to be followed in the case of emergency situations during the performance of the work activity.

Approved supplies: having material, spare parts and equipment in general that is approved in terms of health and safety at work with respect to current regulations available to CIRSA and also being in possession of the corresponding certificate of approval that demonstrates this.

4- Environment and quality

CIRSA is committed to achieving the highest levels of customer satisfaction, as well as of environmental protection. We expect our suppliers to make the same commitments, and to incorporate responsible and sustainable practices in line with the following:

Risk assessment: they must carry out their activity taking into account the significant opportunities and risks to the operation, the environment and the reputation of the parties involved in the process. They shall work to minimise the direct negative impact on the environment and, where applicable, use environmentally friendly technologies.



Recycling: suppliers shall conduct a variety of activities and internal campaigns involving a call to action on contributing to minimisation of waste, while integrating a waste management model through the allocation of containers by colour and a collection plan according to the potential for damage to the environment. If they use recycled products as part of the products supplied to CIRSA, they must indicate this and ensure quality.

Management of basic resources: they shall favour rational use of energy and water, as well as maintaining a preventive approach that reduces the environmental impact of their operations and safeguards natural resources.

5- Supply chain sustainability

Dissemination of ESG (Environmental, Social and Governance) criteria: suppliers shall support and disseminate the importance of adopting ESG criteria throughout the supply chain as an ethical and responsible practice that will help to improve the operational impact of the businesses in social and environmental terms.



Communication of sustainability ratios: suppliers shall agree to report on the practices they are implementing to achieve a fairer, more egalitarian and sustainable supply chain, protect adequate working conditions, improve the well-being and health of the workforce, adopt a gender-sensitive approach, and create family-friendly workspaces, among other practices with the same general aims.

6- Confidentiality, privacy, continuity and intellectual property

Confidentiality: CIRSA expects its suppliers to maintain the confidentiality of the information they access as a result of the business relationship, including personal data, sensitive business information or privileged information.

Data protection: suppliers must comply with the data protection, privacy and information security laws applicable in the countries in which they operate and with the clauses that regulate the relationship between each supplier and CIRSA. In this regard, suppliers undertake not to disclose, transfer or share information without the express consent of the CIRSA Group companies.

Data processing: suppliers agree to access the information through appropriate technical and organisational means that guarantee the security of the information owned by

CIRSA, and suppliers agree to use the information exclusively for the purposes agreed with CIRSA. In cases where there is an incident involving unauthorised access to, disclosure of or (potential) loss of such information, including but not limited to theft, damage, destruction, attempted cyberattack, holding for ransom, etc., suppliers undertake to immediately inform CIRSA.

Continuity and intellectual property: where applicable, suppliers shall have business continuity and technological contingency plans in place to ensure the continuity of the services offered. Suppliers shall protect and respect intellectual property rights and ensure that they act responsibly with regard to these, safeguarding their reputation and thus the business relationship that they maintain with CIRSA.

IV. SUPPLIER RESPONSIBILITIES

While the business relationship is active, suppliers must:

- Abide by and comply with this Code from the point when they register on the CIRSA supplier portal or the point when they renew their contracts.
- Be familiar with and comply with external and internal regulations that affect the operations linking them to CIRSA.
- Collaborate with the implementation of control measures that CIRSA suggests as long as this is relevant to secure the supply chain.
- Ensure that its suppliers and contractors have in place policies that contain the principles set out in this code, guaranteeing the integrity of the supply chain.

V. CIRSA GROUP'S CRIME PREVENTION MODEL

CIRSA has in place a crime prevention model whose objective is to prevent crimes within its organisation, following the provisions of the Criminal Code in relation to the criminal liability of legal persons. For this reason, CIRSA has reinforced its organisational, prevention, management and control model, which is designed in full consonance with the culture of compliance that underpins decision-making in all of its areas, including the global management of its procurement processes.

CIRSA has in place a criminal law compliance policy, which establishes that its suppliers must also comply with the general principles of this policy. These principles include the promotion of a corporate culture of prevention of and zero tolerance for the commission of illegal or fraudulent acts and the obligation of all persons to report any fact potentially constituting a crime, fraud or irregularity.

CIRSA makes available to its suppliers the Ethics Hotline Channel <https://www.cirsa.com/sostenibilidad/gobierno-corporativo/canal-linea-etica/> through which they can report the existence of possible irregularities that may affect any of the companies of the CIRSA Group and that have potential significance for the business relationship.

VI. MANAGEMENT OF NON-COMPLIANCE WITH THIS CODE

In line with the principle of proportionality and in the interest of the transparency of the business relationship, the CIRSA Group may request at any time evidence of the inclusion of the good practices which suppliers commit to following by accepting this Code.

Failure by suppliers to comply with this document may have consequences for their contractual relationship with the CIRSA Group. The latter may, depending on the severity of the breach, implement a simple warning, disqualification or blocking of the supplier in question, withholding of payments or early termination of the contract, without prejudice to other legal or administrative actions that may be applicable. This aspect will be included in the corresponding contract with the supplier.

VII. APPROVAL, UPDATING AND ACCEPTANCE

This Code has been approved by the CIRSA Board of Directors and is effective from the point of its approval.

The content of this Code will be updated and periodically revised following the same procedure as that for its preparation. These updates and revisions will adjust the Code in accordance with changes in society in general and CIRSA in particular. The latest approved version will be available on the corporate procedures site available to the parties concerned at the CIRSA website <https://www.cirsa.com/>, and at the CIRSA Group's procurement portal <https://cirsa.bravosolution.com/web/login.html>, where evidence of its corresponding acceptance will be kept for the Supplier.



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2023