

May 2022

We are ethical

Committed,
Close, and Fair

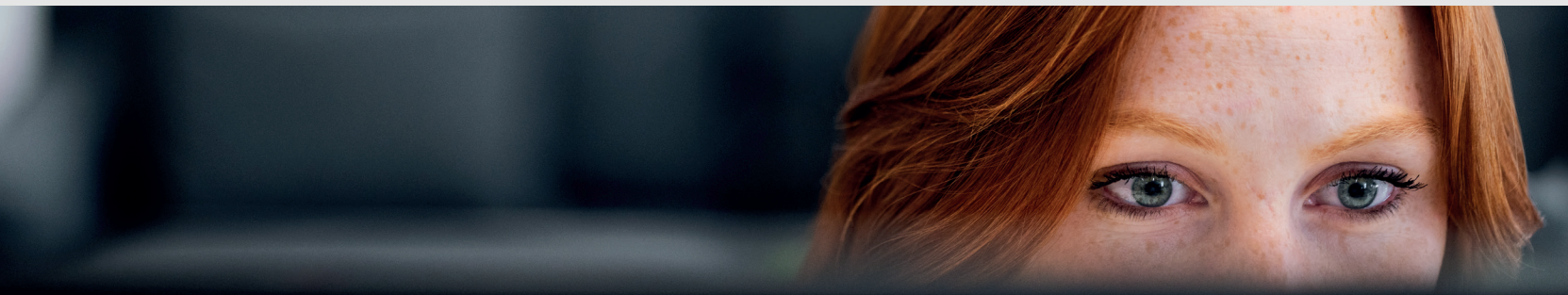
nocomplus
MEMBER OF asee GROUP



Index

President's Message	3
1. Purpose and Scope of Application	4
2. Our Mission and Values	5
-Integrity of our people	6
-Respect for our surroundings	7
-Credibility of our company	8
3. Guiding Principles of Necomplus' Code of Ethics	9
• 1. The Prevention of Fraud, Bribery, Corruption, Money Laundering, and Terrorist Financing	10
• 2. The Application of Human Rights	12
• 3. Occupational Health and Safety	12

• 4. Equal Opportunity and Non-Discrimination	13
• 5. Integrity and Professionalism	14
• 6. Prevention of Physical, Sexual, Psychological, and Verbal Harassment	15
• 7. Employee Care	16
• 8. Confidentiality	18
• 9. Environmental Protection	18
4. Compliance Committee and Ethics Mailbox	19
5. Approval, Oversight, and Compliance with the Code of Ethics	21



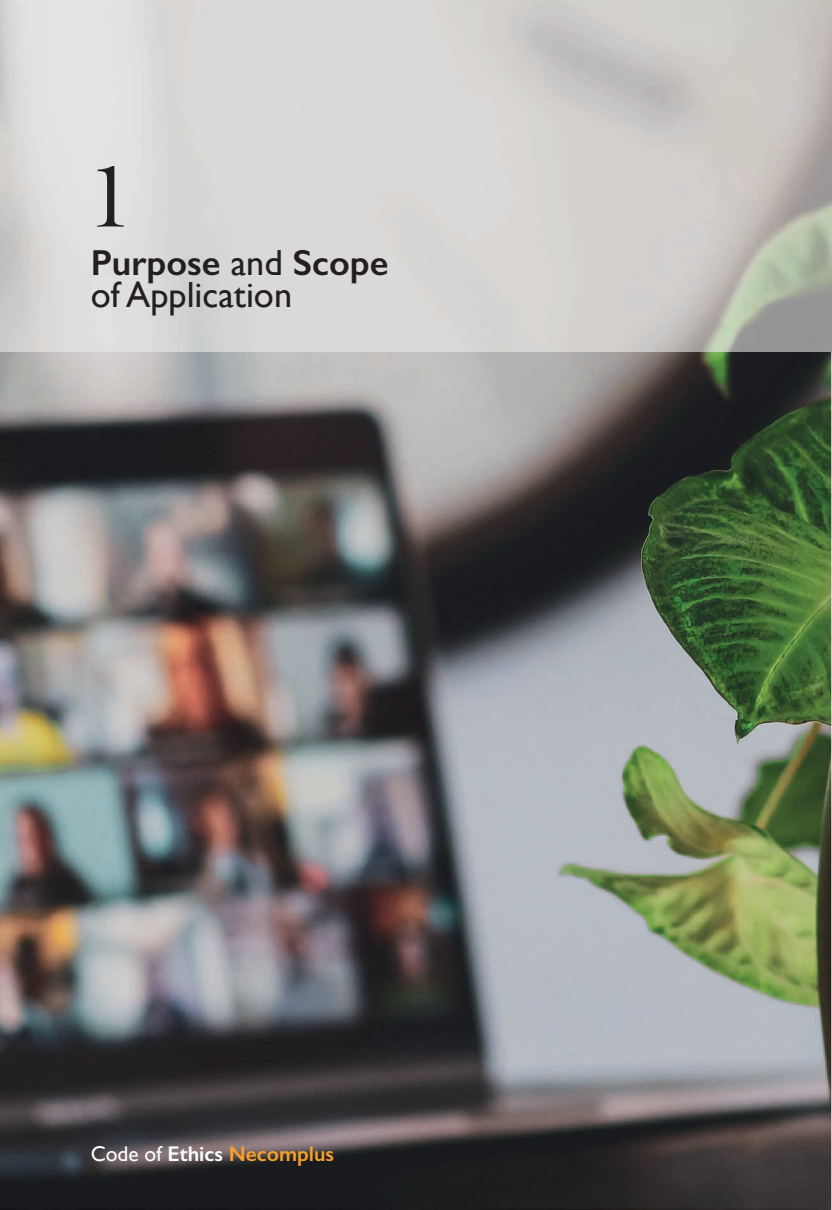
President's Message

**Committed,
Close, and Fair**

I am pleased to invite you to familiarize yourself with Somos Éticos (We Are Ethical), the guide that brings together the values and fundamentals that define our company. All of us here at Necomplus are responsible for familiarizing ourselves with it and applying it to ensure responsible behavior. Customers regard Necomplus as a committed, close, and fair partner; qualities that we all safeguard through professional and ethical behavior. I seek your collaboration so that we may continue to walk along the path of integrity.

JUAN VICENTE CANTÓ LUCAS
President Executive, Necomplus





1

Purpose and Scope of Application

I. Purpose and Scope

The Code of Ethics is a guide for all employees of Necomplus Group (hereinafter, Necomplus), whose main objective is to establish and share the values and fundamentals that define us as a company. Based on our principles, the Code of Ethics describes the proper guidelines for action to ensure responsible behavior by all those who are part of or work with our organization.

It also addresses the prevention obligations established in the legal entity's criminal liability framework.

All Necomplus employees must respect the principles outlined above regardless of their position, responsibility, or role within the Group. This includes the management and supervisory bodies and all the professionals who make up the organization.

As far as possible, this also applies to Necomplus' suppliers, customers, and partners.

These principles will apply to the activities that Necomplus undertakes in any geographical area, both domestic and international.

2 Our Mission and Values

2. Mission and Values

Mission

Our mission is to optimize the management of payment networks, helping to make them accessible, efficient, and technologically advanced.

We have an organizational model that allows us to implement our purpose and vision and adapt with agility and effectiveness to the needs of the market and our customers.

We strive to be the technology partner that, employing our own solutions, improves and optimizes the comprehensive management of the payment networks of the principal processors, purchasers, and merchants in Iberia and Latin America, while always adhering to the principles of professionalism and ethics.

In addition, customer service is in Necomplus' DNA. We will constantly improve our customer service with flexibility, responsiveness, and the latest technology by delivering omnichannel customer service to clients in the real estate, retail, or tourism sectors who recognize us as having a team that is highly committed to excellence and personalized service.

Values

We can be characterized by having values that we consider our lifeblood, defining our way of being and guiding our culture:

INTEGRITY / RESPECT / CREDIBILITY

INTEGRITY of our people

- **Passion for what we do**
- **Adaptability to new contexts and customers**
- **Ethical behavior**
- **Initiative**

Necomplus is a Group based on integrity that can be trusted. We believe that professional development is a fundamental element from which all of us who are part of the company can benefit. We are reliable in decision-making and change management, standing firm in our commitments.

Integrity means doing what is right by complying with ethical behavior.

We must all comply with the law, act with integrity and honesty, and be responsible for our actions. Likewise, employees must comply with each case's internal rules and regulations. These internal regulations are specific to Necomplus and may go beyond what is required by law.





RESPECT for our surroundings

- **Inclusion**
- **Respect for customers and suppliers**
- **Respect for the organization and its environment**

For us, focusing on the customer is very important, without forgetting the management of the teams and the people who are part of the company.

Management has the additional responsibility to monitor and implement this Code and lead and train by example. If you are part of management, remember to help your team members familiarize themselves with and incorporate this guide and encourage them to ask for help with any questions or difficulties they may have in understanding this Code.

We promote equal opportunity and training for our staff to develop their full potential and grow personally and professionally.

Working with respect is the responsibility of all employees in any country, department, or position. No one has the authority to violate our Code or to influence others to do so. If you ever feel pressured, seek confidential help and support from your Compliance Committee.

Respect others as you would like them to respect you.

CREDIBILITY of our company

- **Innovation**
- **Focus on Quality**
- **Consistency**
- **Commitment**

We create trust and credibility in our employees, our customers, and the people with whom the company interacts. We achieve optimal objectives and deliver excellent quality in our solutions and services thanks to a correct and efficient resolution of problems, good planning, and focus on objectives supported by technological innovation, which distinguishes us in all areas of activity.

Necomplus is synonymous with commitment and loyalty, attributes that have defined us for almost 30 years as a company with a high standard of credibility.

Do you have any questions about what steps to take to align with Necomplus' values?

Ask yourself:

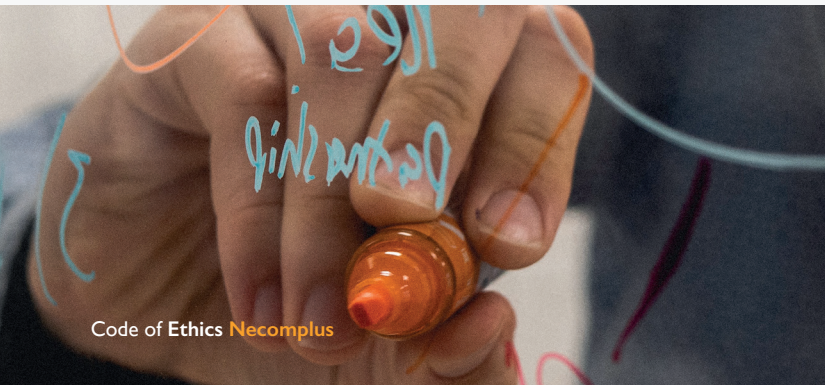
- Is it compatible with the contents of this Code?
- Is it ethical?
- Is it legal?
- Will it reflect well who I am and what Necomplus is?
- Do I wish what I am about to do could be made public?

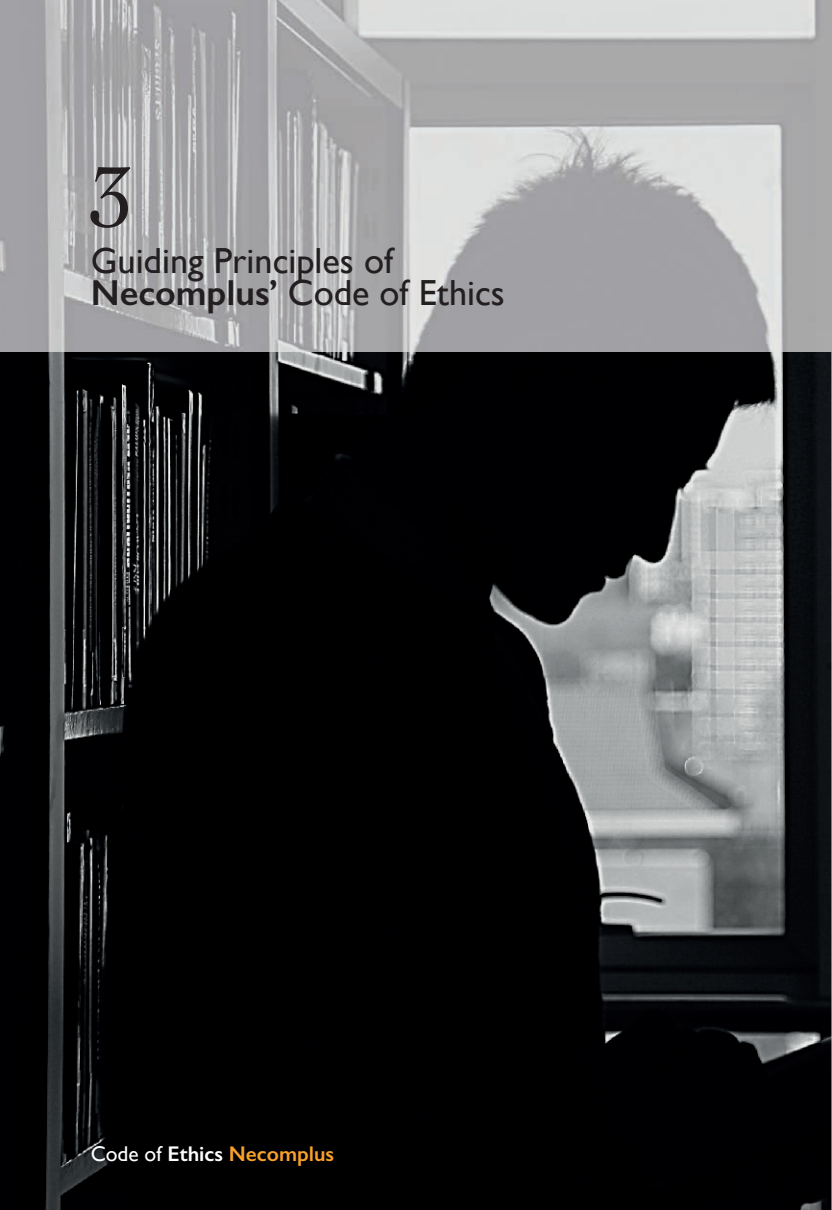


If the answer is "no" to any of these questions, consult with the Compliance Committee.

Any retaliation against an employee who has reported a problem in good faith may violate the Code itself. An employee who has honestly disclosed a problem or participated in an investigation may not be the basis for any adverse employment action, including separation, demotion, suspension, loss of benefits, threats, harassment, or discrimination.

If you believe that someone has retaliated or is retaliating against you, report that matter to the Compliance Committee at compliance@necomplus.com





3

Guiding Principles of Necomplus' Code of Ethics

3. Guiding Principles

Our goal is to align our mission and our culture and find a balance with our environment so that everyone who interacts with Necomplus is aware of how we are and how we operate in the market.

Our purpose is strictly linked to the results and impact we want to produce daily, achieved through alignment with our team.

The following are the guiding principles that define us as a leading organization in our sector, in a continuous search for improvement and growth, and with a primary focus on our corporate strategy.

All employees who are part of the company must be aware of and embrace the principles as their own, ensuring that they are complied with within the organization:

Guiding Principles of Code of Ethics

1. The Prevention of Fraud, Bribery, Corruption, Money Laundering, and Terrorist Financing
2. The Application of Human Rights
3. Occupational Health and Safety
4. Equal Opportunity and Non-Discrimination
5. Integrity and Professionalism
6. Prevention of Physical, Sexual, Psychological, and Verbal Harassment
7. Employee Care
8. Confidentiality
9. Environmental Protection

1. The Prevention of Fraud, Bribery, Corruption, Money Laundering, and Terrorist Financing.

Necomplus is committed to complying with applicable laws and regulations to establish adequate controls to ensure compliance with its responsibilities regarding the payment of taxes and establishing measures to ensure the integrity of its accounting and financial system.

Likewise, throughout the year, we work closely with external auditing entities and competent authorities to ensure that no false or misleading information is used, ruling out any action to gain an advantage over our competitors based on an unlawful act.

Along the same lines, we act against money laundering and the financing of terrorist activities in accordance with current legislation, and we have our own internal regulations for such prevention, which must be complied with both by those who interact with us and by all the Group's employees.

We use a preventive verification and surveillance system that, thanks to its internal monitoring, guarantees against such crimes. We have enabled a complaint mechanism, accessed by email at **compliance@necomplus.com**, which guarantees the investigation of the facts.



As an employee, you may not:

- Offer, promise, or give a financial or other advantage that could be construed as a bribe to another person or organization to encourage an improper business advantage or to favor Necomplus.
- Agree to accept or receive a financial or other advantage in exchange for providing a business advantage or favor to another person or organization (e.g., awarding contracts or offers of employment).
- Allow anyone working on behalf of Necomplus (including consultants, commission agents, supplier intermediaries, and other third parties) to give or receive bribes.

Anti-bribery legislation is stringent when it comes to offering bribes to domestic or foreign authorities or public officials, and breaches can expose you and Necomplus to severe penalties.

This may include:

- Loans and cash.
- Gifts, gift cards, leisure activities, and hospitality.
- Payment of travel expenses, especially when there is no clear business purpose for the trip.
- Personal services such as, for example, a car service or a personal chef.

- Favors such as, for example, “saying something in favor” for a child’s application for admission to a private school.
- Job offers.

Thanks to these actions, we contribute to creating a safe and solvent business environment with which to achieve tangible and concrete prevention.



Necomplus prohibits donations and contributions to political parties and religious entities, so as not to position itself ideologically as a company. The only allowed spokespersons are those designated by the Management Committee, always maintaining respect for this Code.

REMEMBER: when in doubt, contact the Compliance Committee. Communication and transparency almost always avert potential future problems.

2. The Application of Human Rights.

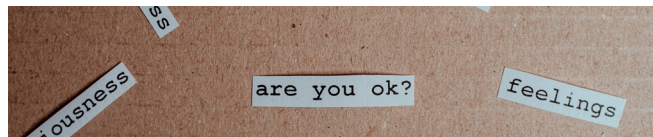
As defined in the Universal Declaration of Human Rights, our goal is that “both individuals and institutions work together to ensure the universal application of human rights.” It is the responsibility of Necomplus to respect internationally recognized human rights.

Our company is fully committed to the human and labor rights recognized by national and international legislation, which are guiding principles of its social responsibility policy, operating in the same way in each of the countries in which it is headquartered according to the regulations in force.

The Universal Declaration of Human Rights and the Principles enshrined in the United Nations Global Compact are among the regulatory instruments used as a model.

Likewise, we respect freedom of association and collective bargaining in accordance with labor laws.

For this reason, we manage initiatives and campaigns to raise awareness of social situations that are of great importance to the entire Group’s workforce, a commitment that knows no bounds.



3. Occupational Health and Safety .

It is a fundamental principle of our internal policy to ensure a safe working environment that avoids any risk to our employees’ physical well-being and health. By applying all current prevention regulations, we safeguard the safety of everyone by guaranteeing a workplace free of danger to their occupational health and safety.

Each position has a risk assessment that identifies the safety measures to be implemented according to regulations. An example of this is the health and safety training and information provided to all Group employees from their first day at the company, regardless of the country, to raise awareness among the entire workforce and practice the good habits necessary for their daily work.

Ultimately, our main task is to maintain respect for the regulations and achieve safety and well-being for all.

In line with our values, people are the driving force of our company and are our most valuable asset, so they deserve some measure of monitoring and safeguarding of their health, being the most critical asset.



4. Equal Opportunity and Non-Discrimination.

The principle of equal opportunity and non-discrimination is one of our human resources policy pillars, which is detailed in our equality plan.

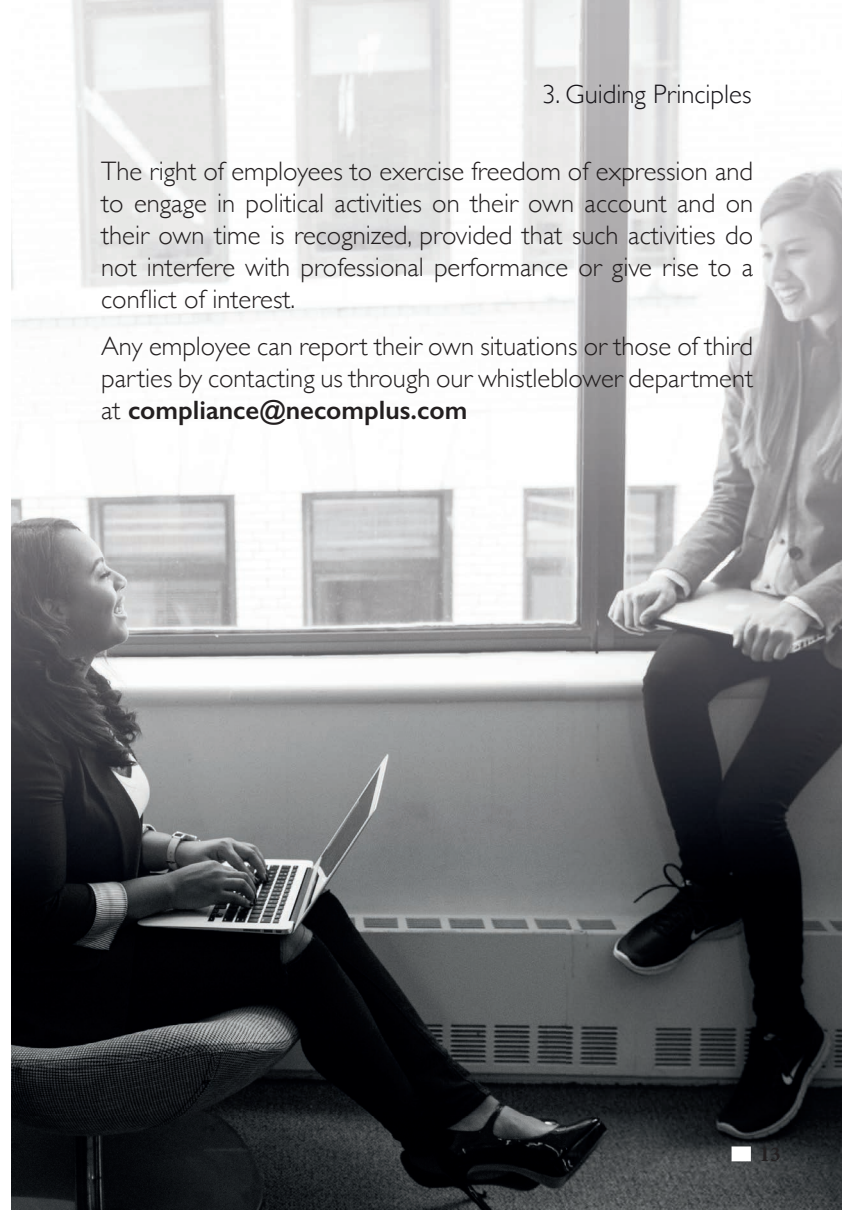
Our company does not discriminate against any group, prohibiting and denouncing any conduct that may cause discrimination or violence against a group or person because of their sex, ideology, religion or belief, membership of a particular nationality, race or ethnicity, or family situation.

We promote cooperation with local and/or international associations to integrate those groups that have some difficulty entering the labor market, not only helping with donations but also using other means such as training and cooperation, convinced that all vulnerable groups can interact and be included in the labor market.

We believe in a hiring, promotion, and advancement policy based on the criteria of effort, knowledge, experience, and professional ability, providing the necessary means for employee training and updating their knowledge to improve their professional and personal development while maintaining the same principles.

The right of employees to exercise freedom of expression and to engage in political activities on their own account and on their own time is recognized, provided that such activities do not interfere with professional performance or give rise to a conflict of interest.

Any employee can report their own situations or those of third parties by contacting us through our whistleblower department at **compliance@necomplus.com**



5. Integrity and Professionalism.

At Necomplus, we believe that all actions should be taken based on professional criteria and in the organization's interest, without the people who are part of it having any particular benefit.

A conflict of interest occurs when the personal interests of an employee or a related third party compete with the general interests of the company, something that is at odds with our integrity and professionalism.

When there is a personal relationship or a relationship based on friendship or favor, we would have a clear example of a conflict of interest, regardless of whether there is a relationship of friendship or kinship, with those involving a first and second degree of kinship being considered particularly serious.

Personal relationships are identified and detected whether an employee has an interest in another company that competes with Necomplus or whether a family member has an interest in or works for a customer, competitor, or supplier.

When the possibility of hiring a direct relative or partner of an employee of the company arises, this will be done solely based on their qualifications, performance, experience, and competencies, avoiding any direct or indirect labor dependency relationship between the employee and their family or partner.

Similarly, the principles listed above apply to any aspect of the employment relationship, such as promotions and remuneration, as well as if the relationship develops after the respective employee has joined the company.

In short, the ultimate objective of this principle should be that personal ties should never interfere with the ability to act in the best interest of the Group, with integrity and professionalism taking precedence above all else.

6. Employee Care.

The human factor is significant for our company, and its care and attention are fundamental for the organization.

Necomplus provides employees with tools that meet their needs, seeking to align the company's strategy with the well-being of people.

We propose activities aimed at our employees to increase their commitment to the company and nurture our values and actions that directly impact them and our communities.

The activities focus on interaction and integration among countries, areas, and departments to share the identities and cultures of all sites.

All these actions reinforce the idea of teamwork and encourage camaraderie, thus providing benefits not only at the company level but also at the personal level of each member of the Necomplus family.

Every year a calendar of initiatives is drawn up to reinforce the company's engagement, and continuous surveys are conducted to test the degree of satisfaction to be able to propose activities and initiatives that meet the needs of the people in the organization.

7. Prevention of Physical, Sexual, Psychological, and Verbal Harassment.

We prohibit all forms of physical, sexual, psychological, or verbal harassment or abuse of employees, understanding that harassment can take many forms.

Necomplus pays special attention to preventing situations such as those described above that may occur in the organization and the fear of reporting for fear of losing one's job.

These situations will qualify as harassment and will be reprimanded as such: sexual harassment, harassment based on sex, and moral harassment.

Sexual harassment

"Sexual harassment" shall mean any behavior, verbal or physical, of a sexual nature that has the purpose or has the effect of violating a person's dignity, in particular when it creates an intimidating, degrading, or offensive environment. For example, the following will constitute sexual harassment of a person, as long as they are not situations or behaviors that are accepted and consented to:

- Conditioning a right or expectation of a right on accepting a situation.
- Making jokes about the appearance or sexual condition of any of the individuals to whom the Code is addressed.
- Disseminating or using sexually explicit images, photographs, or drawings referring to any of the individuals the Code addresses.



- Using communications of sexual content and offensive character.
- Abusing deliberate and unsolicited physical contact.
- Making invitations or requests for sexual favors when they are directly or indirectly related to the job, improving working conditions, or preserving employment.

Harassment based on sex

"Harassment based on sex" shall mean any behavior carried out based on a person's sex to violate their dignity and create an intimidating, degrading, or offensive environment. For example, the following would constitute harassment of a person on the basis of sex:

- Consciously and continuously undervaluing or disparaging a person's work because of their sex.
- Rendering the duties of a person totally or significantly devoid of content by the mere fact of assuming personal burdens. However, the modification of the duties assigned to a person when it is duly and professionally justified shall not constitute harassment on the basis of sex, even if such modification takes place during a period of reduced working hours due to legal guardianship.

Moral harassment

“Moral harassment” shall be considered any practice exercised in personal relationships, in a sustained manner over time, involving humiliating and disqualifying treatment of a person with the purpose or effect of psychologically destabilizing them. For example, the following practices or conduct will constitute moral harassment of a person, provided that they occur systematically and repeatedly over time:

- Excluding, ignoring, or discounting a person.
- Evaluating work in a biased or unequal manner or making derogatory criticisms of it.
- Leaving a person without any actual work, assigning them absurd, impossible, or meaningless tasks or jobs, or assigning them to tasks whose demands are significantly lower than those corresponding to their professional capacity or competencies.
- Verbally offending, insulting, or shouting at a person.
- Humiliating, mocking, belittling, or underestimating a person in front of other colleagues or third parties, with the intention of ridiculing them as a person or as a professional.

Outside of the aforementioned situations are those which, despite producing a certain instability in personal relationships, result from the usual dynamics of work relationships,

such as the existence of personal or professional antipathies or conflicts; disagreement on labor aspects (remuneration, evaluation, promotion, assigned work, etc.), or the demand for improvements in capacity or productivity.



Any employee or partner who considers themselves to be a victim or has any indication of the existence of harassment behavior may report it through the means provided for this purpose by emailing to **compliance@necomplus.com** or by contacting their human resources department. At that time, the harassment protocol will be activated, and all investigations will be documented and reported to the company's governing body.

8. Confidentiality.

All information that becomes known as a result of a professional relationship with Necomplus is strictly confidential, ensuring the security and integrity of its information assets, this being a structural element of our internal policy.

All professionals must protect personal data and confidential information, whether corporate or third party, with the same confidentiality and respect for the rules and guidelines on information security, approved for this purpose. The means at the employee's disposal are strictly for professional use; inappropriate use will be subject to inspection by the company. In addition, so that everyone knows how to act in this regard, we have internal manuals and procedures that are shared with all employees so that they can remember daily how to carry out their work in compliance with the duty of confidentiality.

9. Environmental Protection.

Necomplus' activity has little impact on the environment. Still, even so, the company is committed to the environment, complying with current regulations and implementing internationally recognized voluntary standards such as ISO 14001.

We are committed to making known each of the measures, policies, and procedures that help improve and prevent possible risks that impact the environment, committing ourselves to act by promoting sustainability and respect for the environment. We value our staff's awareness of how we can improve our impact and reduce waste emissions and expenses, which are elements that we try to improve every year.



4

Compliance Committee and Ethics Mailbox



4. Compliance Committee

Compliance Committee

According to the provisions of the LO 5/2010 of the amended Criminal Code, article 31 bis, the implementation, development, and monitoring of the provisions of this Code of Ethics will be the responsibility of the Compliance Committee of Necomplus. The management body will appoint its members.

The Compliance Committee will be responsible for promoting and monitoring compliance with the values and standards of action established in the Code of Ethics, with autonomous powers of initiative and oversight, and reporting hierarchically only to the management body.

Ethics mailbox

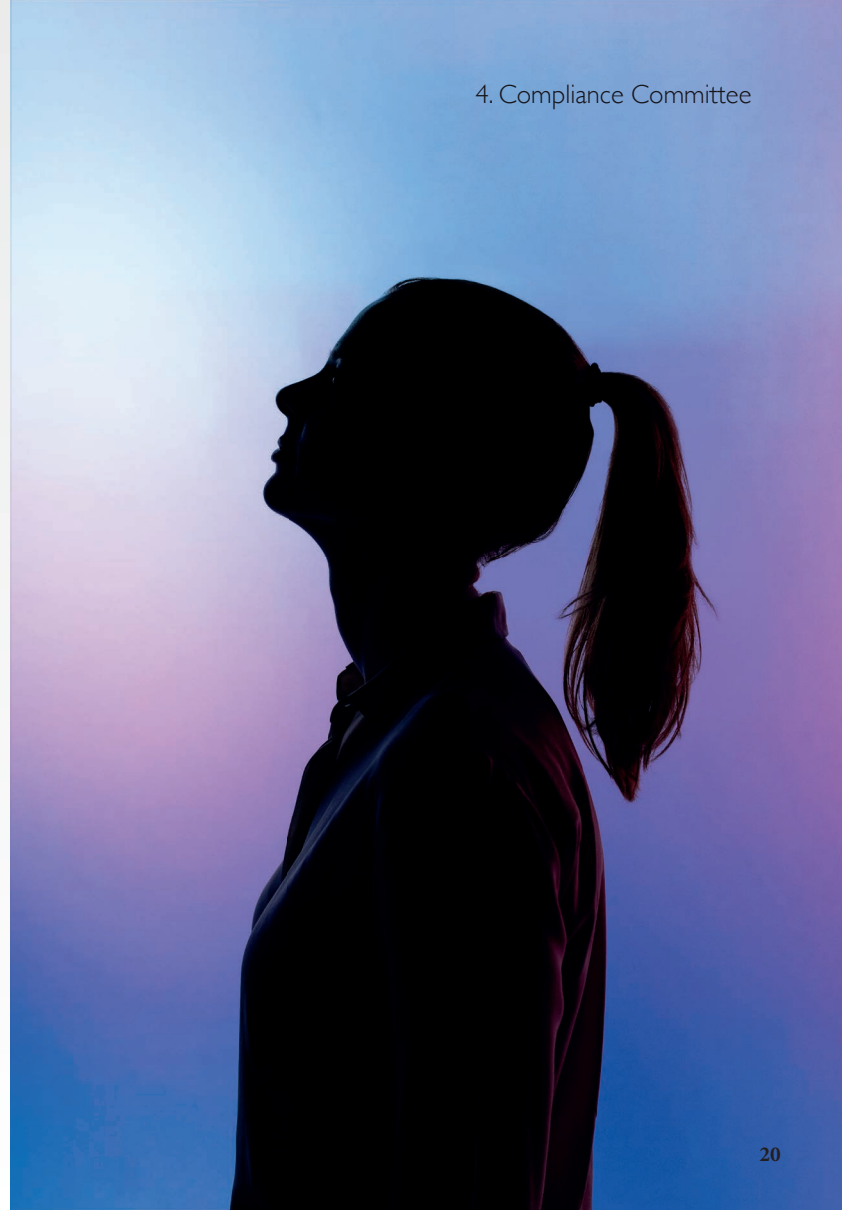
Neither the Compliance Committee nor any other Necomplus body may retaliate for good faith communications received in the Ethics Mailbox reporting alleged irregularities.

Questions of interpretation regarding the application of this Code of Ethics shall be resolved by the Compliance Committee, subject to a principle of continuous improvement. To this end, the Compliance Committee will make proposals for improvement for final approval by the management body.

Any person affected by this Code of Ethics may report possible incidents or irregularities affecting compliance with the above, always under the principle of good faith and not making false accusations.

These communications should be sent by email to **compliance@necomplus.com**

Necomplus guarantees the absolute confidentiality of the handling of the informant's information, with a total absence of reprisals. Without prejudice to the foregoing, an informant's information may be provided to administrative or judicial authorities, upon request, in compliance with the legislation on personal information protection.



5

Approval, Oversight, and Compliance with the Code of Ethics

5. Oversight and Compliance

This Code of Ethics will take effect once approved by the company's Board of Directors and will be made public on the corporate website and the internal employee portal.

In this way, it will be accessible to all Necomplus professionals and any third party through the corporate website.

Compliance with the Code of Ethics is mandatory for all employees of the Group, and the Compliance Committee is responsible for ensuring that it is accepted and adopted by each employee. Likewise, this Committee must ensure that it is complied with and kept up to date, reviewing successive versions.

Failure to comply with the provisions of this Code of Ethics will result in the imposition of disciplinary sanctions by Necomplus, without prejudice to any administrative, civil or criminal sanctions that may arise.



THANK
YOU