



# Anti-Corruption and Anti-Fraud Policy

Gestamp Automoción Group

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## 1. Introduction and purpose

Corruption and fraud are a rather common phenomenon in today's society. These illegal activities stunt economic and social development, debilitate Rule of Law and, from a business perspective, are detrimental to the market and corporate reputation. Gestamp Automoción, S.A. (the "**Company**") and the companies under its control (hereinafter the "**Group**") are strongly committed to ensuring that the activities conducted for the purpose of business development comply with the ethical principles of its Code of Conduct, other internal regulations as well as the applicable laws in all the countries in which it operates, particularly, with laws and principles concerning corruption and fraud.

This Anti-Corruption and Anti-Fraud Policy (hereinafter, the "**Policy**") is aimed to design and establish the general guidelines for action that must be followed by the directors, managers and employees who are contractually bound to the Group's companies, as well as by third parties that liaise with the Group, in order to send out a strong and clear message against corruption and fraud in all of its forms and to explicitly declare its commitment to avoiding said conduct within the organisation. This Policy develops the internal regulations concerning corruption and fraud already established in the Code of Conduct.

The Group has been a signatory of the Principles of the United Nations Global Compact since 2008, and became a partner of the Global Compact in 2011. The Global Compact is a practical framework for developing, implementing and disseminating corporate social responsibility policies and practices in the areas of Human Rights, Labour Standards, Environment and Anti-Corruption. Specifically, and in accordance with Principle Ten, the Group has made the formal commitment to work against corruption in all its forms, including extortion and bribery, and to develop policies and concrete programmes to address corruption.

The Group is also aligned with the main international references on corporate responsibility and anti-corruption, including the recommendations of the Organisation for Economic Co-operation and Development (OECD), the US Foreign Corrupt Practices Act (FCPA), and the UK Bribery Act.

## 2. Principles

This Policy is based on the following principles:

- (a) In carrying out its business activity, the Group does not tolerate any form of corruption, bribery or fraud, or any other type of illicit, fraudulent or unethical behaviour. The Group will at all times comply with the legislation in force in each country in which it operates and with its own internal regulations.
- (b) The principle of "zero tolerance" towards corruption, bribery or fraud will prevail over obtaining any type of economic gain or competitive advantage for the Group.
- (c) Relations of any person linked to the Group with any public authority or official and with any third party must be based on the strictest transparency, honesty and integrity.
- (d) The Group encourages the use of the Whistleblowing Hotline, enabling employees, partners, suppliers and customers to report irregularities and possible criminal acts or acts contrary to this Policy, the Code of Conduct and other applicable regulations.
- (e) Irregularities and possible criminal acts will be analysed and investigated as quickly as possible, applying the principles of confidentiality, non-retaliation and protection of personal data to all those involved in the investigation process, with a focus on the whistle blower and accused party.

- (f) If the infringement is proven, the corresponding sanction shall be imposed by the competent internal bodies.
- (g) The Group shall collaborate and cooperate with the authorities and judicial and administrative bodies in relation to the investigation of alleged criminal acts that may be committed within the Group.
- (h) The Group promotes a culture of integrity through ongoing ethics and compliance training. It will also encourage employees, partners, suppliers and customers to be aware of this Policy and to follow the behavioural guidelines in compliance therewith.

## 3. Anti-corruption and anti-fraud rules

### 3.1. Corruption and fraud

The Group, among others, strictly prohibits the following conduct:

- (a) Promising, offering or granting to managers, directors, employees or collaborators of a company, any advantage or gain in exchange for any illicit advantage or gain.
- (b) Receiving, requesting or accepting, on the part of a manager, director, employee or collaborator of a company, any advantage or gain in exchange for granting any illicit advantage or gain.
- (c) Offering, promising or granting public authorities and/or officials any type of gain or advantage, with the aim that the public authority and/or official acts or ceases to act in relation to the exercise of their public functions.
- (d) Influencing a public authority or official on the basis of the personal relationship held therewith, with a view to obtaining an advantage or gain of any kind.
- (e) Making facilitating payments, directly or via third parties. "Facilitating payments" are understood as small payments made to public officials or authorities for the purpose of initiating, facilitating or expediting completion of administrative formalities or likewise.
- (f) Receiving, accepting or requesting hidden commissions from suppliers that the Group intends to contract.
- (g) Falsifying any information, data or document.
- (h) Using deceit or trickery on the part of employees whose remuneration is mainly target-based in order to obtain the remuneration for reaching said targets.
- (i) Cheating or lying about the conditions under which a service is provided or about the characteristics of a product or in the performance of an activity.
- (j) Disposing of, encumbering or leasing a movable or immovable asset that is not subject to disposition.
- (k) Disposing of an asset while concealing its charges, or disposing of or encumbering an asset that has already been disposed of prior to the final transfer thereof.
- (l) Carrying out acts of asset disposition that delay, hinder or impede the effectiveness of a seizure or enforced collection proceedings, whether in-court, out-of-court or administrative, initiated or of foreseeable initiation.

- (m) The stripping or concealment of assets that prevents collection by creditors, regardless of the nature or origin of the obligation or debt, including the economic rights of workers, whether the creditor is a private individual or any legal person, public or private.
- (n) Acquiring, using, converting or transferring assets with the knowledge that they originate from criminal activity.

The conduct set out in this section will also be prohibited if are carried out through intermediaries or third parties.

In order to prevent this type of conduct, the following precautions, among others, are taken:

- (i) Business processes and transactions shall be documented in writing and properly accounted for so as to ensure traceability of all operations.
- (ii) In compliance with the regulations governing listed companies and in accordance with the good corporate governance practices, an Internal Financial Reporting Control System (SCIIF in Spanish) has been developed. It forms part of the Group's internal control and is established as a set of processes that the Board of Directors, Audit Committee, Senior Management and employees concerned must follow to provide reasonable assurance as to the reliability of the regulated financial information.
- (iii) Group employees are not authorised to enter into contracts or carry out transactions on behalf of the Group without the corresponding authorisation or power of attorney. In addition, when employees negotiate on behalf of the Group, they must provide information in a complete, transparent, understandable, accurate and precise manner.
- (iv) Any payment to be made within the Group must be made by cheque made payable to or by bank transfer. Payments in cash or by bearer cheque are expressly prohibited.
- (v) All contracts entered into by the Group shall be based on the commitment and will that they will come into force and that agreements made therein are complied with. Therefore, Group employees may neither prevent nor hinder compliance with the contracts and the obligations undertaken therein.
- (vi) Group employees shall maintain the strictest confidentiality with regard to all information to which they have access while carrying out their jobs and shall refrain from using it improperly for their own benefit or for the benefit of third parties.

### 3.2. Gifts and hospitality

The offer or receipt of gifts and hospitality may be a show of goodwill or courtesy in business relationships, but some gifts, whether due to their size or relevance, may be considered a form of corruption. Gifts or hospitality must be reasonable, proportionate and comply not only with the laws in force but also with the Group's "Regulation on Accepting and Offering Gifts and Tokens of Appreciation".

The Group regulates invitations, gifts and donations in accordance with these Regulations, and the following requirements must be met:

- (a) The gift or hospitality must be permitted by local laws, regulations and policies, depending on the country.
- (b) No gift or hospitality is accepted in exchange for a fraudulent benefit.

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- (c) The nature, value and frequency of the gift or hospitality must be appropriate to the occasion on which it is given and the circumstances of the recipient.
- (d) The benefit must be offered or received in a transparent manner, i.e., it must be identifiable and subject to audit.

### 3.3. Donations or grants

The Group does not engage in any political activity nor does it show support for or make financial contributions or donations of any kind to political parties or their members.

In order to comply with this principle:

- (a) The Group will ensure at all times that donations or sponsorship activities do not infringe on or violate any applicable law or regulation, or that these actions do not serve to finance any illegal activity.
- (b) Donations on behalf of the Group may not be made without the prior written approval of the Group Management. Group Management shall ensure that authorized donations are not linked to any political activity or are intended for political parties or their members.

## 4. Policy compliance

Compliance with this Policy, as well as with other applicable internal and external regulations, is essential to maintain the employment relationship or any other type of relationship that the addressees of this policy maintain with the Group companies.

Should any addressee of this Policy have reasonable grounds to believe that any act contrary to the Code of Conduct or this Policy has been committed, they shall inform their immediate superior (if they are an employee), or in cases where this is not possible or appropriate, they shall inform the Compliance Office, via the channels indicated on the corporate website ([https://www.gestamp.com/Home/Sobre-nosotros/Nuestra-Vision/Codigo-de-Conducta/SpeakUp-Line\\_en](https://www.gestamp.com/Home/Sobre-nosotros/Nuestra-Vision/Codigo-de-Conducta/SpeakUp-Line_en)).

When the Human Resources Department of the Group company affected by the illicit behaviour or, as the case may be, the Ethics Committee, determines that an employee has engaged in activities that violate the Code of Conduct itself, this Policy or the legal provisions regarding corruption and fraud, the disciplinary measures set out in the Collective Bargaining Agreement applicable to the affected Group company or in the applicable labour legislation shall be applied.

All addressees of this policy must be aware that non-compliance with the rules herein, as well as any other applicable internal or external regulations, could result in criminal sanctions, exposing the Group to serious operational, financial and reputational risks, among others.

Any questions or concerns regarding compliance with, application or interpretation of this Policy should be reported to the Regulatory Compliance Unit, by emailing [corporatecompliance@gestamp.com](mailto:corporatecompliance@gestamp.com), prior to taking any action that may constitute a breach of this Policy or applicable internal or external regulations.

## 5. Monitoring and control

The Regulatory Compliance Unit and Compliance Office will be responsible for ensuring compliance with the Policy, making sure that the Group's anti-corruption and anti-fraud rules working principles are integrated into all of the Group's activities. They shall also monitor the proper functioning of the mechanisms necessary to prevent and detect corrupt and fraudulent behaviour.

## 6. Approval

This Policy has been approved by the Board of Directors and any subsequent amendment thereof must be approved by such body.

This Policy shall be reviewed and updated whenever necessary to bring it into line with the Company's legal, corporate and financial position at all times.