

# Annex III

## Ethical Guidelines Manual for Business and Financial Directors

Company or Business Unit Directors

Financial Directors

Department Directors

Site Directors

This Ethical Guidelines Manual for Business and Financial Directors establishes principles that should guide the ethical conduct of those to whom it is addressed.

However, this document does not replace or exempt employees from their commitment to comply with the Business Code of Ethics and Conduct, which guides the conduct of all employees.

Directors are therefore expected to observe and respect the guidelines set out in this Guide, as well as the Business Code of Ethics and Conduct and all the policies in force within the organisation, performing their duties with integrity, responsibility and transparency.

### **Each recipient of the Code of Ethics must:**

**a.** Act in accordance with the highest standards of honesty, integrity and fairness, and expect the same in their interactions with other people, maintaining a work and business environment that encourages the same standards;

**b.** Refrain from taking any decision on a matter in which a conflict of interest arises or could arise and, in such a case, inform in writing the relevant facts and explain the circumstances that create or could create the conflicts of interest to: (a) the Chairman of the Ethics Committee in the case of: (i) Company Directors, Business Unit Directors of the CASAIS Group, (ii) Financial Directors, and (b) the Chairman of the Ethics Committee or their hierarchical superior, in the case of any other Recipient of the Code of Ethics;

**Business Code of Ethics  
and Conduct**

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- c.** Ensure that financial and accounting information is correct, accurate and complete;
- d.** Ensure that the financial and accounting information declared reflects the actual financial situation of the companies;
- e.** Refrain from disclosing confidential financial and/or strategic information outside the company without written permission or agreement;
- f.** Avoid having any financial interest in works or contracts awarded by a CASAIS Group company, or by a company associated with a CASAIS Group company, or in supplies made or services provided to or by such a company. When it is unavoidable that immediate family members hold such interests, these must be disclosed in writing, as set out in b. above;
- g.** Refrain from giving or promising to give gifts, hospitality or other benefits to any recipient (unless all the conditions set out in point 7.1.8, paragraph a) 'Gifts and Hospitality' of the Business Code of Ethics and Conduct are met);
- h.** Refrain from seeking or accepting from third parties, for their own benefit, any favour in any form whatsoever in connection with the business of any CASAIS Group company (unless in the situations listed in point 7.1.8, sub-paragraph b) 'Acceptance of Gifts and Hospitality' in the Business Code of Ethics and Conduct);

- i.** Refrain from accepting gifts in cash or cash equivalents, regardless of their amount;
- j.** Refrain from holding positions or functions, or becoming involved in external business or other interests that adversely affect the performance of their duties in any company of the CASAIS Group or its interests;
- k.** Avoid any relationship with a subcontractor or supplier that could jeopardise the ability to conduct business on a professional, impartial and competitive basis, or influence decisions to be made by any CASAIS Group company;
- l.** Refrain from using confidential and/or privileged information for their own benefit or that of third parties;
- m.** Comply with all policies, manuals, procedures and other internal regulations in place within the organisation;
- n.** Comply with the laws, regulations and other standards applicable to the company's sector of activity, the financial area and the market in question; and
- o.** Refrain from practices that could harm the interests of the organisation and the interests of shareholders.