

Ethics Channel General Policy

1. Aim of the Policy

The purpose of the *Ethics Channel* General Policy is to establish the criteria for the use of the different communication channels of Management Hotelero Piñero (MHP) and the other companies that operate under the *Bahia Principe Hotels & Resorts* brand, as well as their principles and guarantees. Through these channels, *Organization Members*, *Business Partners* and *Third parties* can submit *Inquiries and/or Complaints* about possible non-compliance issues that may arise within the *Organization* during its activities.

All *Members of MHP and Bahia Principe Hotels & Resorts* have the obligation to report individual or collective behaviors or actions that occur in the context of their activities and that may constitute a violation of applicable legislation, the contents of this document or the other documents that make up the *MHP and Bahia Principe Compliance Model*, regardless of whether such behaviors have been ordered or requested by a superior.

The *Organization* guarantees that there will be no *Retaliation*, discrimination or sanctions for any *Communications* made in good faith or for any actions intended to avoid participating in criminal activities.

2. Scope of application

This policy is mandatory and applies to the entire *Organization*. *Members of MHP and Bahia Principe* must comply with its contents, regardless of their position and duties they perform and the jurisdiction in which they operate.

The scope of this policy includes all *inquiries and complaints* that may be raised by any *member of the Organization, Business Partner or Third Party* through the *MHP Ethics Channel*.

3. Using the Ethics Channel

Whistleblowers who wish to use *MHP's Ethics Channel* may submit *Inquiries and Complaints* either anonymously or with prior identification by any of the following means:

- Written communications:
 - a) Email: canaldenuncias@bahia-principe.com
 - b) *Ethics Channel* is available on the *Bahia Principe* website www.bahia-principe.com.
 - c) Postal Address:
Órgano de Cumplimiento
Avda. Gabriel Roca 33 Planta 5, 07014, Palma de Mallorca, Balearic Islands, Spain
- Verbal communications:
 - a) Face-to-face meeting with the *Compliance Committee*, or any of its members, within seven (7) days of the request by the *Whistleblower*.
 - b) Verbal communication from a *member of the Organization* to his or her manager, to the Human Resources department or to the person in charge of another department, who in turn must transmit the information to the *Compliance Committee*.

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In the case of verbal communications, the *Whistleblower* will be warned in advance of the recording of the *Communication* and will be informed of the processing of their data in accordance with the regulations on personal data protection.

Regardless of the means of communication used, the *Whistleblower* may choose which means of communication will be established to receive information about the status of their *Complaint* or as a means of contact in the event that additional information is needed.

The confidentiality guarantee extends to all *Communications* received by any means, including those not specified herein. Moreover, if the *Communication* is made through a channel other than the *Organization's Ethics Channel* or to personnel who do not belong to the *Compliance Committee*, the recipients of the information must immediately forward it to the *Compliance Committee* through one of the channels established above.

Notwithstanding the channels established by the *Organization*, *Whistleblowers* have at their disposal different channels outside the company that are run by various government bodies. Some of the channels mentioned include:

- Autoridad Independiente de Protección al Informante (Independent Whistleblower Protection Authority), Royal Decree 1101/2024, of October 29.
- Antitrust matters: [Denuncia de conducta prohibida | CNMC](#)
- Tax violations: [Agencia Tributaria \(Tax Authority\):Complaints](#)
- Cybersecurity: [Reporte de fraude | Ciudadanía | INCIBE](#)
- Money laundering: [Comunicación por indicio | Sepblac](#)
- Social Security: [Inspección de Trabajo y Seguridad Social](#)
- Fraud and irregularities concerning European funds: [Buzón antifraude - Canal de denuncias del Mecanismo para la Recuperación y Resiliencia | Plan de Recuperación, Transformación y Resiliencia Gobierno de España.](#)

In the event that, during the development of the provisions of this policy, indications are detected that the facts reported may constitute a crime, these shall be immediately forwarded to the Public Prosecutor's Office, the European Public Prosecutor's Office, or the authorities of the country of employment, as appropriate.

4. Roles and responsibilities

4.1. Compliance Committee

The *Compliance Committee* receives and manages *Inquiries and Complaints* made through the *Ethics Channel*. Its responsibilities include:

- Promoting the dissemination of the *Ethics Channel* in order to provide *members of MHP and Bahia Principe, Business Partners* and *Third Parties* with adequate knowledge of accessibility and transparency regarding its operation.
- Receiving *Inquiries and Complaints* communicated through the communication channels listed in section 3, Using the *Ethics Channel*, and ensuring compliance with the provisions of this section.

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- Acknowledging receipt of *Communications* within seven (7) calendar days, except in cases where the *Whistleblower's* confidentiality may be jeopardized.
- In the event of a request by a *Whistleblower* for a face-to-face meeting with the *Compliance Committee*, or any of its members, ensuring that it is held within seven (7) calendar days of the request.
- Responding to *Complaints and Inquiries* within a maximum period of three (3) months.
- Forwarding to the *Board of Directors* any *Complaints of Non-compliance* that may be received, especially those that could result in criminal liability for *MHP* or any of its *Members*.
- Developing investigation processes in accordance with the *Ethics Channel Rules* and drawing up reports of findings for the *Board of Directors*.
- Keeping track of documents submitted by *Whistleblowers* as well as reports and inquiries in the *Information logbook* under the terms set forth in the *Ethics Channel Rules*.
- Keeping a record of the *Communications* received in accordance with the *Ethics Channel Rules*, aligned in all cases with data protection regulations.
- Preparing reports on the operation and follow-up of the *Ethics Channel*, to be submitted to the *Board of Directors*.

4.2. Board of Directors

The roles and responsibilities of the *Board of Directors* in relation to *Inquiries* and *Complaints* received are as follows:

- Formally approving this Policy and the *Ethics Channel Rules*, as well as any modifications or updates that may be required.
- Appointing the person in charge of the *Ethics Channel*.
- Providing the *Compliance Committee* with the personnel and material resources it needs.
- Taking the necessary actions after receiving the report of findings on a *complaint* drafted by the *Compliance Committee*.
- Informing the *Compliance Committee* about the measures taken or to be taken so that they are documented and recorded. These measures must comply with the principles of legitimacy and proportionality, always respecting the applicable labor law framework.

5. Ethics Channel safeguards and whistleblowing principles

The management of the *Ethics Channel* will be based on the following principles:

- **Principle of trust:** *MHP* will handle any reported *Non-compliance* in an appropriate, serious and objective manner. It will do so in an efficient and transparent manner, avoiding compromising impartiality, independence and autonomy.
- **Principle of confidentiality:** The identity of the *Whistleblower* and the *Respondent*, as well as of any other interested party, shall be kept confidential.
- **Principle of impartiality:** *MHP* will ensure that no person involved in the *Complaint* (*Whistleblower*, *Respondent* or interested party) will benefit or be harmed by mere personal interests.

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- **Prohibition of Retaliation:** MHP will not tolerate any form of *Retaliation*, by act or omission, whether job-related or personal, against those who, in good faith, report facts that may constitute *Non-compliance* under the provisions of this Policy. The necessary protection and support will be guaranteed from the filing of the *Complaint* until two years after the completion of the investigation. This period may be extended by the competent authority, exceptionally and under justifiable circumstances, after hearing the persons or bodies that could be affected. This protection shall also apply to the *Respondent* and any other party interested in the *Complaint* process, such as a family member or supportive partner.
- **Principle of Objectivity:** All the facts, including those that establish or aggravate the responsibility of the *Respondent*, as well as those that exempt, extinguish or mitigate such responsibility, will be investigated.
- **Principle of Subsidiarity or Ultima Ratio:** If a communication channel less harmful to the *Respondent* can be used, the established procedure shall not be used, as it is the last ratio or last resort.
- **Principle of Proportionality:** Sanctions must be adjusted to the seriousness of the facts, avoiding disproportionate measures. The following principles shall also be applied:
 - Principle of Adequacy: Sanctions must be appropriate to the purpose that justifies them.
 - Principle of Sufficiency: Sanctions must be sufficient for the purpose sought.
 - Principle of “Due Process”: Every person has the right to be heard and to assert their legitimate claims against those in charge of the investigation.
 - Presumption of Innocence: It is the right of any *Respondent* to be treated as if they were innocent until (if applicable) a sanction is imposed.

The *Organization* shall guarantee a fair, impartial and confidential investigation procedure, respecting the rights and guarantees of the *Whistleblower*, the *Respondents* and any other person who may be involved in the procedure.

6. Protection of the involved parties

The *Organization* shall provide protection and support both to the bona fide *Whistleblower* and to third parties related to the *Whistleblower*, against any damage they may suffer for reporting possible *Non-compliance* events of which they have become aware, under the terms outlined in section 6.2. of this Policy.

A bona fide *Whistleblower* is a person who has reasonable grounds to believe that the information provided is true and the facts reported or denounced are true, so that any person with knowledge of the same facts or information would come to the same conclusion.

6.1. Scope of protection

Protection to *Whistleblowers* and third parties associated with the *Whistleblowers* shall encompass all forms of *Retaliation* prohibited by the MHP.

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6.2. Measures of protection and support

6.2.1. Measures of protection to the *Whistleblower* and third parties associated with the *Whistleblower*

Protection shall involve the adoption of reasonable measures to prevent harm and preserve the confidentiality of the *Whistleblower* or persons related to them, such as witnesses or family members, among others. These measures may be psychological, financial, legal or reputational.

For its part, support will involve encouraging and reassuring the *Whistleblower* or persons associated with them about the importance of reporting *Non-compliance* events and taking steps to help their well-being.

The *Compliance Committee* shall be responsible for ensuring the implementation of these support and protection measures in the *Organization*.

In addition, *MHP* informs *Whistleblowers* of the existence of additional support measures provided under current legislation, which will be provided by the *Independent Whistleblower Protection Authority*. Specifically, the following are provided:

- Full information and advice on available remedies against *Retaliation*.
- Effective assistance from the competent authorities.
- Legal assistance in criminal proceedings and cross-border civil proceedings.
- Financial and psychological support if deemed necessary by the *Autoridad Independiente de Protección al Informante* (Independent Whistleblower Protection Authority).

6.2.2. Protective measures for Respondents

MHP also provides protective measures for *Respondents*, including:

- Maintaining the confidentiality of the identity of the *Respondents* and protecting their identity throughout the procedure.
- Preventing the *Respondent* from being exposed to reputational damage or other negative consequences during the course of investigations.
- Guaranteeing the right of defense of the *Respondents*, including the right to be heard at any time and the possibility of providing evidence for their defense.
- Allowing *Respondents* to have access to the file to know the actions or omissions attributed to them and to be informed about the treatment of their data protection rights.
- Adopting additional remediation measures in the event that evidence of *Non-compliance* is not obtained, if deemed appropriate by the *Organization*.

6.3. Activation of protection

The protection and support provided will be triggered upon receipt of an *Inquiry* or *Complaint*, and will continue during and after the investigation process, up to a maximum of 2 years from the end of the investigation of any *Non-compliance* event.

After the two-year period has elapsed, an extension may be requested from the competent authority which, exceptionally and with justification, may extend the period of protection after hearing the persons or bodies that could be affected.

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7. Knowledge and dissemination of the Policy

This Policy shall be delivered and made available to all *Organization Members*, *Business partners* and interested **Third parties** at <https://www.bahia-principe.com>

8. Protection of personal data

The *Organization* will treat data received through the *Ethics Channel* in accordance with the Channel Privacy Policy.

All *Organization Members* are obliged, especially within the scope of the *Ethics Channel*, to provide accurate, truthful and lawful information, and are solely responsible for any false or inaccurate statements they provide, as well as for the internal, administrative and/or legal consequences that may apply. Likewise, in order to comply with the right to information established in the data protection regulations, *MHP* has implemented the respective Privacy Policies in the data entry channels.

The *Organization* shall ensure in all cases that the different communication channels constitute a secure medium endowed with the measures required by applicable regulations on personal data protection and information security.

8.1. Retention of information

MHP will process, manage and retain the information and personal data contained in *Complaints*, investigations, reports and other documentation in accordance with the deadlines established in the current data protection regulations and other applicable regulations. This information will also be kept in the custody of the *Compliance Committee* and will be deleted, blocked or anonymized at the end of the legal deadlines and in accordance with the *Ethics Channel Rules*.

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Annex 1 - Basic definitions

- **MHP:** Management Hotelero Piñero is the company that owns the Bahia Principe brand and manages all the companies that operate under this brand.
- **Bahia Principe:** Brand owned by MHP.
- **The Organization:** MHP and all companies operating with the Bahia Principe brand.
- **Autoridad Independiente de Protección al Informante (Independent Whistleblower Protection Authority):** Independent administrative authority, as a public law entity at the national level in Spain, which will act in compliance with its main function of protecting whistleblowers. Its functions include the management of its own external channel, the adoption of protective measures for whistleblowers, and the processing of sanctioning procedures and imposition of sanctions, among others.
- **Ethics Channel:** Internal communication channels that ensure direct, confidential and secure communication of Inquiries and Complaints by Organization Members, Business Partners and/or Third parties.
- **Communication:** Act by which any Member of the Organization, Business Partner or Third party makes an Inquiry or Complaint.
- **Board of Directors:** The body that has primary responsibility and authority for MHP's activities, governance and policies and to which senior management reports and is accountable.
- **Inquiry:** Communication made to request clarification regarding the scope, interpretation or compliance with the law applicable to the Organization and/or its internal regulations.
- **Complaint:** Communication regarding a possible Non-compliance event or situation.
- **Respondent:** Natural or legal person to whom an alleged Non-compliance event or situation is attributed.
- **Non-compliance:** Behavior, whether by action or omission, that violates the laws applicable to MHP and/or its internal regulations.
- **Whistleblower:** Natural or legal person who makes an Inquiry or a Complaint. This includes Organization Members, Business Partners and Third parties.
- **Information logbook:** Tool used by the Compliance Committee to ensure traceability and security of communications received through the various channels provided by MHP for this purpose.
- **Organization members:** Managers, employees, workers, temporary personnel or persons engaged under collaboration agreements, volunteers of the Organization and the rest of the persons under hierarchical subordination of those previously mentioned.
- **Compliance Model:** Organizational and management model for the prevention of criminal non-compliance at MHP, which aims to prevent, detect and manage criminal risks through their integration into business processes, as well as their measurement for continuous improvement purposes.

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- **Compliance Committee:** In-house criminal compliance body with independent powers of initiative and control, which is entrusted, among other duties, with the responsibility of supervising the operation and observance of the *MHP* Compliance Model.
The existence of the Compliance Committee satisfies the requirements established under Spanish criminal law (Article 31 bis of the Spanish Criminal Code) regarding the supervision of the Compliance Model. The Compliance Committee has been formally designated by the Board of Directors as the body responsible for the management of the Ethics Channel.
- **Ethics Channel Rules:** Document that develops the Ethics Channel General Policy and establishes the necessary mechanisms for the proper management of inquiries and complaints received.
- **Retaliation:** Any act or omission that is prohibited by law or that, directly or indirectly, involves unfavorable treatment that places the Whistleblower or the parties involved who suffer it at a particular disadvantage with respect to another in the work or professional context, solely because of their status in relation to the Whistleblower, or because a public disclosure has been made.
- **Business partner(s):** Any legal or natural person, other than Organization members, with whom *MHP* has or plans to establish any type of business relationship. This includes, by way of example, but is not limited to agents or commission agents, external advisors, joint ventures, customers and, in general, natural or legal persons contracted by *MHP* for the delivery of goods or services.
- **Third party(ies):** Natural or legal person or body unaffiliated with *MHP*.