

Division: Global

Department: Global

1. Purpose

These *Ethics Channel Regulations* approved by the *Board of Directors*, develop the content of MHP's *Ethics Channel General Policy*, reaffirming the Board's commitment to adhere to a conduct that respects both the rules and ethical standards, and promoting an environment of zero tolerance for possible *non-compliance*.

The purpose of these *Rules* is to regulate the operation of MHP's internal communication channel for handling *inquiries* and *complaints*, as well as to establish the necessary procedures for investigating *complaints* relating to *non-compliance* events or situations or any other known circumstances that should be examined. In order to use the *Ethics Channel* optimally, it is **strictly necessary to first read the *Ethics Channel General Policy***, which details the roles and responsibilities as well as the guarantees and guiding principles, among others.

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

2. Scope of application

These Rules, aligned with the *Ethics Channel General Policy*, encourage transparent reporting and promote reporting of any concerns the *Whistleblower* may have about possible violations of MHP's internal regulations and other *non-compliance* events or situations, including violations of European Union Law, as well as criminal offenses, serious or very serious administrative breaches, and occupational health and safety violations.

The scope of these *Rules* includes all *inquiries and complaints* that may be raised by any *Organization member, business partner or third party* through the *MHP Ethics Channel*. An *Organization member* is any person who works for MHP or for any of the companies that operate under the Bahia Principe brand.

The *Ethics Channel* will be available to any *Organization member, business partner or third party*, who may submit *inquiries or complaints* to the *Compliance Committee* through the communication channels listed in the following section.

Examples of possible *non-compliance* events or situations:

- Failure to report any event or situation that may be considered a breach of policy regarding the prevention of money laundering and terrorist financing.
- Bribery and corruption.
- Situations in which working in a safe and healthy environment is not guaranteed.
- Conflicts of interest in any action related to professional development.
- Discrimination and any type of harassment due to race, gender, physical or sexual condition, etc.
- Internal fraud.
- Cases related to unfair competition and international trade rules.
- Irresponsible use of company resources.
- Actions or omissions that violate fiscal integrity, business integrity and the integrity of financial records.
- Failure to create an inclusive and respectful workplace that respects the rights of workers in all cases.

- Actions aimed at obstructing the protection of the *Organization's* information when disclosure may affect its interests or the legitimate rights of third parties.
- Actions that violate urban planning, land use planning and environmental protection regulations.
- Human rights violations.
- Violation of global and local laws and customs, strictly in terms of relations with government agencies that take place within the professional sphere.
- Any other situation contrary to the law and/or the *Organization's* Policies.

3. Using the Ethics Channel

As stated in section 3 of the *Ethics Channel General Policy*, *Whistleblowers* who wish to use the *MHP Ethics Channel* may submit *inquiries* and *complaints* in any of the following ways, either openly or anonymously:

- **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:
Compliance Committee, 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 after the meeting is requested by the *Whistleblower*.
 - b) Verbal communication from an *Organization member* to his or her hierarchical superior, to the Human Resources department or to the person in charge of any other department, who in turn must transmit the information to the *Compliance Committee*.

In the case of verbal communications, the *Whistleblower* will be informed of the recording and processing of his/her data in accordance with data protection regulations.

The *Whistleblower* may choose the means of communication for receiving information about his/her *complaint* or to be contacted if additional information is needed.

Confidentiality is guaranteed for all *communications*, regardless of the means used. If the *communication* takes place outside the *Ethics Channel* or involves personnel who are not members of the *Compliance Committee*, it must be forwarded to the *Compliance Committee*. *Whistleblowers* also have access to external channels run by various *government agencies*, some of which are listed in the *Ethics Channel General Policy*.

If, during the implementation of this Policy, there are indications that the reported facts may constitute a crime, they must be immediately referred to the Public Prosecutor's Office or the European Public Prosecutor's Office, as appropriate.

4. Compliance Committee

The *Compliance Committee* is the body in charge of receiving and managing *inquiries* and *complaints* filed through the *Ethics Channel*, designated by the *Board of Directors* as the body responsible for the internal reporting system.

4.1. Operation and internal structure

The *Compliance Committee* shall hold meetings on a quarterly basis, without prejudice to any additional meetings required in connection with the handling of a *complaint*.

In the performance of his or her duties, the *Chair of the Compliance Committee* shall also be designated internally as the natural person responsible for the internal reporting system before the Independent Whistleblower Protection Authority.

4.2. Roles and responsibilities

- Dissemination: Spreading awareness of the accessibility and transparency of the *Ethics Channel* among *Organization members, business partners* and *third parties*.
- Reception: Receiving *inquiries* and *complaints* through the established means and ensuring their proper handling.
- Acknowledgment of receipt: Confirming receipt of *communications* within seven (7) calendar days, unless the *Whistleblower's* confidentiality is thus compromised.
- Meetings: If requested by a *Whistleblower*, ensuring face-to-face meetings with the *Compliance Committee* within seven (7) calendar days of the request.
- Response: Responding to *complaints* and *inquiries* within a maximum period of three (3) months.
- Communication: Reporting to the *Board of Directors* concerning *complaints* of *non-compliance* events or situations, especially those that may give rise to criminal liability.
- Investigation: Conducting investigations as established in these *Rules* and preparing reports of findings for the *Board of Directors*.
- Traceability: Maintaining a documentary record of *complaints* and *inquiries* in the *information logbook*.
- Record-keeping: Keeping records of *communications* in accordance with these *Rules* and with data protection regulations.
- Reporting: Drafting reports for the *Board of Directors* regarding the operation and monitoring of the *Ethics Channel*.

5. Process for reporting, processing, investigating and sanctioning non-compliance events

This process, in line with the guarantees and guiding principles of MHP's *Ethics Channel General Policy*, regulates the communication and management of *inquiries* and *complaints*.

5.1. Reception of *inquiries* and *complaints*

The *Ethics Channel* is the means for receiving all *communications* from *Organization members, business partners* and *third parties*. The assistance of the relevant departments, depending on the circumstances of the case, may be sought in handling these communications.

All *Organization members* have the right and obligation to report, through the communication channels indicated in section 3, "Using the *Ethics Channel*", any information or indication of *non-compliance*, as described in section 2, "Scope of application".

Regardless of the means of communication used, the *Whistleblower* may choose a preferred means for receiving information about the status of his/her *complaint* or to be contacted if additional information is needed.

The *Compliance Committee* shall manage and receive the *communications*, issuing an acknowledgment of receipt within seven (7) days, confirming that it has received and is cognizant of the communicated facts.

In addition, the *Compliance Committee* shall verify the minimum required content of the *complaint* or *inquiry*, which includes:

Inquiries:

- Date submitted.

- If the *inquiry* is not anonymous, name and contact details of the *Whistleblower*. To facilitate an adequate response, the *inquiry* should include the *Ethics Channel* user's identity, the confidentiality of which shall be protected.
- A clear and detailed explanation of the issue as well as the reason for the *inquiry*.
- If applicable, the standard, policy or procedure about which the question is raised.
- Any other information or document that the *Whistleblower* deems appropriate to provide.

Complaints:

- Date submitted.
- If the *inquiry* is not anonymous, name and contact details of the *Whistleblower*. To facilitate an adequate response, the *inquiry* should include the *Ethics Channel* user's identity, the confidentiality of which shall be protected.
- A clear and detailed explanation of the facts.
- Identification of the perpetrator, other persons who may have been involved and persons who may have knowledge of the facts.
- When the *non-compliance* event occurred or whether it is ongoing on the date the *complaint* is lodged.
- Any other material information, document or evidence that the *Whistleblower* deems appropriate to provide.

5.2. Preliminary analysis of the *complaint* or *inquiry*

The *Compliance Committee* shall send an acknowledgment of receipt to the *Whistleblower* within seven (7) calendar days of receiving the *communication*. It will then evaluate whether the *communication* complies with the requirements set forth in subsection 5.1, "Reception of inquiries and complaints". If it does not meet the requirements, the *Whistleblower* will be informed so as to correct any deficiencies.

In the case of a *complaint*, if the *Compliance Committee* determines that the facts reported do not constitute a violation according to section 2, "Scope of application", it shall dismiss the *complaint* and close the case, informing the *Whistleblower*, if possible, by the means preferred by the latter, together with the reasons for the dismissal.

Conversely, if the *Compliance Committee* finds reasonable indications of an action or omission that contravenes the terms set out in paragraph 2, it shall open an investigation and report this to the *Whistleblower*.

In the case of an *inquiry*, once it has been verified that it complies with the established requirements, it will be addressed as soon as possible, always within a shorter time frame than that established for *complaints*.

In addition, the *Compliance Committee* may open an investigation ex officio when it has indications of possible *non-compliance*.

5.3. Procedure for action and investigation

Once an investigation has been launched, the *Compliance Committee* shall conduct the procedure in accordance with the principles and guarantees set forth in the *Ethics Channel General Policy*. Continuous communication will be maintained with the *Whistleblower* during the investigation, and the *Compliance Committee* may request additional information from the *Whistleblower* to ensure the success of the investigation.

In order to fulfill its functions, the *Compliance Committee* may be assisted by different areas of the *Organization*, according to the needs of the case. It may also seek the aid of external experts, provided there is no conflict of interest and that confidentiality is maintained. In either case, the limitation on access to information must be complied with and its confidentiality must be kept.

The data protection information to be provided to the *Respondent* should include, at a minimum:

- The identity and contact details of the data controller.

- The rights of access, rectification, deletion and portability of his/her data, of limitation and opposition to the processing, as well as the right to lodge a complaint with a supervisory authority and to take legal action, if applicable.
- The origin or source of the data.
- The category of the data.
- The facts of which he/she is being accused.
- The person or persons within MHP who may have access to the information during the investigation.

In addition, the *Respondent* will be provided with a summary of the investigated facts so that he/she may present his/her allegations and evidence, with the *Respondent's* right to defense and to be heard being respected at all times. The record of the communication of the facts to the *Respondent* and all the evidence provided by the *Respondent* to the proceedings shall be documented in the information logbook.

MHP will ensure the confidentiality of the *Whistleblower* and *third parties* named in the *complaint*, as well as the absence of retaliation against bona fide *complaints*. Consequently, any data that may identify the *Whistleblower* shall be excluded from the information provided to the *Respondent*.

In order to gather as much information as possible, the *Compliance Committee* may take all the necessary investigative steps, including personal interviews and collection of documents or evidence. In doing so, it shall respect the rights of the parties involved and record everything in the *information logbook*.

The *Compliance Committee* shall take minutes of all sessions and interviews held during the course of the investigation. The minutes shall be signed by the attendees at the end of each session.

The investigation procedure shall be resolved within a maximum period of three (3) months from the acknowledgment of receipt of the *communication*, or, if no acknowledgment of receipt was sent, within a period of three (3) months, commencing seven (7) days after the *communication*. Exceptionally, this term may be extended up to three (3) additional months in especially complex cases.

5.4. Conclusion of the investigation

Upon completion of the investigation, the *Compliance Committee* shall issue a Report of Findings that shall include:

- The complaint received
- The investigative steps taken
- The documented results of the investigation
- Proposed corrective actions, if any

Corrective actions must comply with current labor and contractual regulations. The Human Resources department will be in charge of disciplinary measures related to *Organization members*, while the Legal department will handle the consequences for *business partners* and *third parties*.

The Report of Findings will be forwarded to the Board of Directors for its decision on proposed corrective actions.

If indications of a crime are detected during the procedure, they will be referred to the Public Prosecutor's Office or the European Public Prosecutor's Office, as appropriate.

The *Compliance Committee* shall notify the *Whistleblower* and the *Respondent* in writing of the completion of the investigation, indicating whether a *non-compliance* event or situation has occurred in accordance with section 2, "Scope of application", of these Rules. If no preferred means of communication has been designated, the notice may be delivered by hand at the *Organization's* premises by the *Compliance Committee*, with acknowledgment of receipt. For urgent matters and when it is not possible to use one of these means, alternative means such as email may be used.

The documentary evidence of the *communication* will be recorded in the *information logbook* and the file will be blocked to prevent further processing. If it is determined that the *Whistleblower* acted with the intention of harming the *Respondent* or a *third party* out of personal interest, the *Compliance Committee* will evaluate whether this action violates the rights of the *Respondent*, allowing the *Respondent* to exercise his or her rights of effective protection before the courts.

5.5. Information logbook

The *information logbook* is a secure database where all the *complaints* received, as well as the decisions and actions taken in relation to them, must be recorded. This tool is used by the *Compliance Committee* to organize, document and protect the information generated during the management of *complaints*.

When the *Ethics Channel Manager* receives a *complaint*, he/she will register it with a unique identification number so that it can be easily located by all those involved in the procedure. The *information logbook* is provided with technical and organizational security measures to guarantee maximum confidentiality. In addition, the *Compliance Committee* must register all notifications received via the *Ethics Channel* email or other means.

Three months (or six months in especially complex cases) after receipt of the *complaint*, any personal information of the *Whistleblower*, *Respondent* or *third parties* will be removed from the *information logbook*, unless it is necessary to preserve it as evidence of the operation of the MHP Compliance Model or to fulfill possible legal requirements. *Communications* that have not been processed may only be recorded in anonymized form.

6. Disciplinary measures and bad faith complaints

In accordance with MHP's *Ethics Channel General Policy* and this document, all *Organization members*, regardless of their hierarchical level or functional location, must comply with the principles and procedures established in the Law and in the *Organization* itself, and report any violation of such principles and procedures.

When the *Compliance Committee* detects a violation of these principles, it shall propose to the *Board of Directors* the disciplinary measures at the labor (for *Organization members*) or contractual (for relations with *business partners*) level that it considers proportional to the risk or damage caused. In addition, if it is determined that a *complaint* was made in bad faith, the *Respondents* may request that the *Organization* adopt corrective measures against the *Whistleblower*, notwithstanding the *Organization's* right to do so on its own initiative.

These measures shall be applied not only to those who have caused the risk or damage, but also to *Organization members* who have not followed the established procedures for prevention and response, a circumstance that is considered a breach of the *Organization's* values and ethical principles.

The measures adopted shall always abide by the applicable regulations, applying forcefulness and proportionality commensurate with the seriousness of the facts, and informing the workers' legal representatives where appropriate.

7. MHP's Ethics Channel Privacy Policy

This Privacy Policy applies to MHP's *Ethics Channel* (hereinafter, the *Ethics Channel*).

Please read it carefully, as you will find important information about how your personal data is processed and about your rights under currently applicable regulations. This Policy is published on the Bahia Principe website.

Filing a complaint through the *Ethics Channel* implies full and unreserved acceptance of this Privacy Policy and the *Channel's* Rules, which can be consulted on the Bahia Principe website.

Persons filing a *complaint* warrant that the personal data provided are true, accurate, complete and up to date, and undertake to report any changes thereto. False or malicious allegations may give rise to sanctions, without prejudice to the civil or criminal liability that may be incurred in accordance with current legislation.

In general, the fields marked as mandatory in the forms must be completed in order to process your requests.

We reserve the right to update our Privacy Policy at any time due to business decisions, as well as to comply with possible legislative or case law changes.

If you have any questions or need clarification about our Privacy Policy or your rights, you may contact us through the channels indicated below in section 7.1.

7.1. Data controller

The manager of the *Ethics Channel*, who is responsible for processing the information obtained from the *complaints* and the corresponding investigations, is: MANAGEMENT HOTELERO PIÑERO, S.L., with registered address at Avda. Gabriel Roca 33 Planta 5, 07014, Palma de Mallorca, Balearic Islands (Spain).

You can contact the *Ethics Channel* managers at canaletico@bahia-principe.com and the Group's Data Protection Officer at dpd.privacy@bahia-principe.com.

7.2. Purpose of processing your data

The data obtained through the *Ethics Channel* will be processed to respond to any *inquiries* made and to investigate the facts contained in any *complaints*.

7.3. Who may we disclose your data to?

Generally, the *Compliance Committee* will have access to your data. However, to ensure proper communication management, the data may be shared with others involved in handling the *complaint*, such as those responsible for Human Resources or the Legal department, or with the competent authorities. In addition, if corrective measures are required, the *Board of Directors* and other parties provided for in these *Rules* shall have access to the data in the file.

The identity of the *Whistleblower* will be kept confidential at all stages of the process and will not be disclosed to third parties, including his or her superiors or the *Respondent*. However, it may be necessary to disclose his or her identity in the context of legal proceedings, in which case the *Whistleblower* will be notified.

7.4. Legal basis for processing

The basis for the processing of the data is the execution of the contractual relationship that binds the interested parties to the *Organization*, the fulfillment of its legal obligations and its legitimate interest in preventing, investigating and controlling non-compliance with the legislation in force and the *Organization's* internal regulations.

7.5. How long will we keep your data?

The data of the *Whistleblower*, *Organization members* and *third parties* will be kept only for the time necessary to decide whether to initiate an investigation into the complaints and to manage such investigation. If the information is found to be untrue, it will be deleted immediately, unless such deletion constitutes a criminal offense, in which case it will be retained throughout the legal proceedings.

Three (3) months after the entry of the personal data, it will be deleted, unless it is needed to attest to the operation of the MHP Compliance Model. Unprocessed *complaints* will be retained in anonymized form. In any case, the data will be deleted within a maximum time frame of 10 years.

7.6. What are your rights?

You have the right to obtain confirmation as to whether or not we are processing your personal data and, if so, to access them. You may request the rectification of inaccurate or incomplete data, as well as their deletion when they are no longer necessary for the purposes stated. Under certain circumstances, you may request the limitation of the processing of your data, in which case they will only be processed for the formulation, exercise or defense of claims or to protect the rights of others.

You may object to the processing of your data under certain conditions and for reasons related to your particular situation, except for compelling legitimate reasons or for the formulation, exercise or defense of claims. You may also request the portability of your data so that they may be transmitted to another data controller.

You may revoke the consent you have given for certain purposes, without affecting the lawfulness of the processing based on consent prior to its withdrawal, and you may also file a complaint with the Spanish Data Protection Agency (*Agencia Española de Protección de Datos* - AEPD).

The Whistleblower may exercise these rights without disclosing your data.

To exercise your rights, you must send us a request accompanied by a copy of your national identity card or other valid document identifying you by regular mail or email to MHP's *Compliance Committee* at the addresses indicated in the section "Who is responsible for processing your data?".

For further information on your rights and how to exercise them, please visit the Spanish Data Protection Agency's website at <http://www.aepd.es>.

8. Reference documents

- Code of Ethics and Conduct
 - Ethics Channel General Policy
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