



ANTI-CORRUPTION POLICY



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INTRODUCTION

Solaria Energía y Medio Ambiente, S.A. (hereinafter, “Solaria” or the “Company”) and its group companies (hereinafter “Solaria Group”) are committed to the prevention of and the fight against corruption and bribery and maintain a zero-tolerance policy of such practices.

This purpose of this anti-corruption policy (hereinafter, the “Policy”) is to adopt the commitments defined in Solaria’s Corporate Code of Ethics regarding corruption and bribery; offering and receiving gifts, gratuities and invitations; and conflicts of interest.

The Policy is one of Solaria’s corporate policies and is designed to manage risk and minimize corporate breaches of law.

PURPOSE

The purpose of adopting the Policy is to help employees and others associated with Solaria to be aware of anti-corruption and anti-bribery rules and to make the right decisions.

Solaria takes a zero-tolerance stance toward corruption and bribery, the consequences of which include economic loss, sanctions, risk of prison sentences and damage to the Company’s reputation, as well as making the Company liable for such actions.

First, we must define the aforementioned terms:

- (i) Corruption is an activity in which a person with a public function or private position seeks or accepts an undue advantage in order to participate or cease to participate in any action that directly or indirectly falls within his or her competence.
- (ii) Bribery is the act of directly or indirectly offering, promising, authorizing or granting an undue or unfair advantage to any person in a public or private position in order to obtain personal gain, making use of undue or excessive power.

SCOPE

This Policy is applicable to all employees, directors, shareholders, management, suppliers, customers, agents and all other persons associated with Solaria Group and is to be used as a handbook.

BASIC COMMITMENTS

In order to prevent and fight against corruption and bribery, Solaria observes applicable legislation in all its activities and in all the countries in which it operates, upholding the following rules:

- Neither influencing nor attempting to influence the will of others to obtain benefit or advantage through the use of unethical or illegal practices.
- Being transparent in all its actions, operations and transactions and ensuring that the information released by the Group is accurate.
- Establishing specific guidelines on gifts, gratuities and invitations in which Solaria defines rules on what is and is not acceptable.
- Providing its employees with in-house training in the fight against corruption and bribery, ensuring that all of them understand Solaria's guidelines and the consequences of failure to observe them.
- Maintaining a channel for making queries and complaints for employees and third parties to use anonymously or otherwise in the event that it becomes known that unethical or illegal actions are taking place in relation to corruption or bribery. The channel is: canalcompliance@solariaenergia.com.

GIFTS, GRATUITIES AND INVITATIONS

Gifts, gratuities and invitations have been used by companies for many years as a means of strengthening commercial relations, and they may be warranted in some situations. Solaria believes that some customs are normal and acceptable and may even strengthen

commercial relations. Nonetheless, offering or accepting certain gifts, gratuities or invitations may lead to mistakes or misunderstandings, create certain conflicting interests and, in short, overstep the boundaries of what is acceptable and legal.

When offering gifts, gratuities or invitations, it is important not to attempt to obtain an undue advantage or to gain a favorable standing for oneself, for Solaria or for a third party, whether this is done intentionally or unintentionally. The idea is to prevent the gift, gratuity or invitation from being perceived as a means of corruption.

Gifts, gratuities and invitations are considered acceptable when they meet the following criteria:

- Gifts, gratuities and/or invitations that are of negligible or symbolic economic value, that are not prohibited by law or by generally accepted commercial practices, and when said gift, gratuity and/or compensation is in no way perceived as being associated with the intention of obtaining favorable standing, undue advantage or benefit (the limit for an acceptable amount is set at €100, and greater amounts must be reported to the Ethics, Compliance and ESG Committee).
- Gifts, gratuities and/or invitations in response to normal signs of courtesy or commercial attention, provided that the delivery or acceptance of the same takes place in good faith and with the sole intention of building or maintaining commercial relations.
- Gifts, gratuities and/or invitations that are part of legal marketing and/or promotional campaigns.

Acceptable gifts, gratuities and invitations are those that, in the event that they were made public, would bring no shame to the parties offering and receiving them, and those that at no time lead to any misunderstandings regarding their nature.

**Choose
the
correct
course of
action**

Would I feel at ease if it was made public?

Is the gift being made in the context of doing business?

If I accept, are there any implications?

What is the gift, gratuity or invitation worth?

Some examples of inappropriate gifts:

- Gifts of cash or equivalents (such as vouchers or gift certificates).
- Facilitating payments.
- Gifts that are prohibited by local legislation.
- Gifts in the form of services or other non-monetary benefits such as personal favors (a promise of employment, for example).

The following invitations or compensations are always inappropriate:

- Invitations that may be perceived as excessive in the context of the commercial situation.
- Invitations for “adults” or other kinds of events that include nudity or obscene conduct.
- Invitations that are prohibited by Solaria’s Steering Committee for any other reason.

CONFLICTS OF INTEREST

A conflict of interest is any situation in which it may be understood that the internal or external relations pursued by employees of Solaria Group due to their positions within the Company are used for personal or private benefit and may influence the decisions they make as employees when the personal interest or benefit is contrary to the interests of Solaria.

In any situation in which the personal interests of employees and those of Solaria are directly or indirectly incompatible, it will be considered that there is conflict of interest.

Employees are considered to have personal interests when matters affect them or persons associated with them. In this sense, the following will be considered associated persons:

- a. Spouses of employees or persons in similarly intimate relationships.
- b. All direct family members of employees or of their spouses (or persons in similarly intimate relationships).
- c. Spouses of direct family members of employees.
- d. Entities in which employees or associated persons, by themselves or by proxy, are amid any of the circumstances defined under article 42 of Spain's Commercial Code.
- e. Companies or entities in which employees or associated persons, by themselves or by proxy, hold managerial or other positions for which they receive payment for any reason, provided that the employees have a direct or indirect influence on the financial and operational decisions of said companies or entities.

Transactions or activities that imply or may imply a conflict of interest require express written permission of the Ethics, Compliance and ESG Committee, which is in charge of evaluating each case and its potential impact on Solaria.

The following are the most common examples of conflicts of interest:

- Interests in other companies that are suppliers of Solaria or are going to do business with Solaria.
- Activities of Solaria employees that take place outside of their contractual relations with the Company and that have to do with Solaria or are in violation of its internal rules.
- Processes of contracting suppliers.

QUERIES AND APPLICABILITY

When Solaria employees are not sure whether or not an action they are going to take is acceptable, they may check with their direct superiors, with the Ethics, Compliance and ESG Committee or with the compliance manager. In the event that employees believe or suspect that corruption or bribery is going to be committed, they must stop the suspected activity and seek authorization from the Ethics, Compliance and ESG Committee.

REPORTING OF INCIDENTS AND ISSUANCE OF SANCTIONS

This Policy is subject to the provisions of the Corporate Code of Ethics in relation to queries and suggestions and to the procedures for reporting unethical or illegal conduct inside or outside of the organization. The channel for reporting these incidents is:

canalcompliance@solariaenergia.com

COMPLIANCE

The Board of Directors, through the Ethics, Compliance and ESG Commission, is in charge of approving this Policy and of supervising and periodically evaluating its implementation.

The Ethics, Compliance and ESG Commission, in collaboration with the Ethics, Compliance and ESG Committee, monitors compliance with this Policy and reports to the commission periodically.

RELEASE AND DATE OF APPLICATION

This document was approved by Solaria's Board of Directors on 21 December 2020 and was released the following day.

COMMUNICATION OF THE POLICY

This policy will be made available to all employees of Solaria Group and to all the Company's interest groups through its corporate website (www.solariaenergia.com).

The policy will be subject to any communication and training initiatives that are considered necessary to make it known and understood.