

Control of Documents

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**Corporate Ethics and Crime
Prevention Committee
Corporate Procedure**



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Corporate Ethics and Crime Prevention Committee

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Background

The Board of Directors of Indian Business Units (BUs). in accordance Local Code of Ethics, has the function of approving and modify, those substantial aspects of the Ethics and Crime Prevention Committees norm of Isadak, as well as of the performance procedure Corporate Ethics and Crime Prevention Committee of isadak.

Identification

Object

The object of this document is to define a system for the activity of the Corporate Ethics and Crime Prevention Committee and its members.

Scope

This procedure applies to all legal entities working in Indian Business Units (BUs) under brand name isadak an Abertis Company.

Area of dissemination

The area of dissemination for this procedure is all the "People subject to this procedure". This document must be brought to all the members that conforms the Corporate Ethics and Crime Prevention Committee of the isadak, here in after the Corporate Ethics and Crime Prevention Committee.

Definitions

N/A

Development

Regulatory Framework

This procedure complies with:

- Local Code of Ethics.
- Compliance Policy.

Composition

- Permanent members:
 - Chair: this position will be held by the Local Compliance Officer of Business Units
 - Secretary: this position will be held by the Assistant General Manager-Human Resource of Business Units
 - Regular Member: this position will be held by the Chief Financial Officer of Business Units
- Guest members: they will attend meetings of the Corporate Ethics and Crime Prevention Committee when so requested in writing by the Secretary of the Corporate Committee, subject to a prior resolution to this end being adopted by simple majority of the permanent members.

Duties of the Committee members

- Local Compliance Officer:
 - Convene the meetings of the Corporate Ethics and Crime Prevention Committee and propose the agenda thereof, when deemed appropriate by any of the members.
 - Make a record of queries and notifications of non-compliance.
 - Inform the other members of queries and/or communications of non-compliance in writing.
 - Assess queries and notifications of non-compliance.
 - Provide clear information, in writing, on the status of queries/notifications to the people who submitted them when requested to do so.
 - Prepare draft resolutions on disciplinary action, with the agreement, by simple majority, of the permanent members of the Corporate Ethics and Crime Prevention Committee.
 - Submit the report to Committee.

Secretary

- Inform the people who have submitted notifications of non-compliance of the names of:
 - the guest members required in order to attempt to resolve said non-compliance,
 - and the substitutes in the event that any of the members have been substituted.
- Take minutes of the meetings.

Regular Member

- Gather the following information and submit it to the Corporate Ethics and Crime Prevention Committee in writing:
 - The employment history of the people involved in the notification of non-compliance.
 - A list of the people who have not submitted the annual declarations of knowledge and compliance with the Isadak's Group Code of Ethics, the Code of Ethics Regulation in Isadak and the Prevention of the corruption at Isadak norm.
 - A list of the people who have been promoted and have not submitted the annual declarations listed in the previous point and have not received all the training they require.
 - A list of people who have completed declarations of conflicts of interest.

Meetings

- Attendance
 - All the members summoned must attend meetings.

Frequency

The Committee will meet at least once a quarter in order to take stock of the performance of its duties.

Resolutions

- Votes may not be delegated.
- Resolutions regarding the following must be adopted by simple majority of the permanent members:
 - Draft resolutions for notifications of non-compliance.
 - National and international schedule:
 - for the roll-out of the Local Code of Ethics in terms of training and communication,
 - and for the preparation and revision of the criminal risk maps.

Files

All supporting documents generated by the Corporate Ethics and Crime Prevention Committee will be filed by its Local Compliance Officer for the period of five years.

In all cases, they will be filed on an electronic medium, which guarantees their confidentiality, integrity, which the data can be properly read, that they are completely protected from manipulation and that they are properly stored and can be located. Only the permanent members of the Corporate Ethics and Crime Prevention Committee will have access to said medium.

Referenced documents

- Local Code of Ethics
- Compliance Policy
- Group Ethics and Crime Prevention Committees Norm

AMENDMENT SHEET					
Sr. No	Effective Date	Page No.	New Revision no.	Amendment Details	Approved by