

CONFLICT OF INTEREST POLICY



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I. - INTRODUCTION

FIRA INTERNACIONAL DE BARCELONA and its investee companies: FIRA INTERNATIONAL EXHIBITIONS AND SERVICES, S.L.U., ALIMENTARIA EXHIBITIONS, S.L.U, FIRESA LOGISTIC, S.L., FIRA CCIB, S.L.U. and FIRA CIRCUIT, S.L.U. (hereinafter, "**FIRA**" or the "Organization" referred to interchangeably), are deeply convinced of the need to contribute to the eradication of corruption. Consequently, **FIRA** expresses its firm commitment to act under the principles of integrity, transparency and regulatory compliance, establishing the necessary mechanisms that contribute to guaranteeing the upright and professional behaviour of all its Collaborators in the development of their activity.

In keeping with this commitment, within the framework of the implementation of the Corporate Compliance Program, **FIRA** has approved this Conflict of Interest Policy as an essential tool that establishes the limits and procedures applicable to the prevention and control of any situation in which there is a risk that the particular interest (personal, professional, family or economic) of a person linked to **FIRA** may interfere with the impartiality and objectivity of his or her professional activity.

II.- SCOPE ADN REACH OF THE POLICY

2.1. Subjective scope

This Policy is applicable to **FIRA** and shall govern the conduct of all its Collaborators¹ regardless of the contractual relationship that binds them to **FIRA**, or the geographic area where they carry out their activity, serving as a guide and reference for due action.

FIRA shall actively promote among its Collaborators the adherence to, compliance with and respect for this Policy.

This Policy may be extended to certain third parties² acting in the name or on behalf of **FIRA** by means of specific contractual clauses.

¹ Collaborators are understood to be all those persons who maintain an employment or commercial relationship with the Organization, as well as those persons who maintain a relationship with **FIRA** through an internship agreement or through a contract with a temporary employment agency.

² In particular, such third parties include business partners. Business partners include, but are not limited to, customers, joint ventures, joint venture partners, consortium partners, contractors, commission

2.2. Objective Scope

The objective scope of this Policy is the detection and management of possible conflicts of interest that may be observed in **FIRA**.

A conflict of interest is considered a situation in which external business, financial, family, political or personal interests could interfere in the judgment of the Organization's Collaborators when they carry out their tasks in the Organization.

III.- PERSONAL, ECONOMIC OR PROFESSIONAL INTEREST AND TYPES OF CONFLICTS OF INTEREST

3.1. Personal, economic or professional interest

A personal, economic or professional interest may exist when a situation affects a Collaborator or a person or entity related to him/her.

In this sense, the following persons shall be considered related to the Collaborator, without prejudice that, in view of the specific circumstances, other subjects may be understood as related persons:

- The spouse or person with an analogous affective relationship.
- The ascendants, descendants and siblings of the Collaborator or of the spouse (or person with an analogous affective relationship), within the second degree of consanguinity or second degree of affinity.
- The spouses (or persons with a similar affective relationship) of the ascendants, descendants and siblings of the Collaborator, within the second degree of consanguinity or second degree of affinity.
- Those persons with whom a previous employment relationship has been maintained (for example, but not limited to, former co-workers, former superiors or dependent personnel).

agents, consultants, subcontractors, suppliers, vendors, advisors, agents, distributors, representatives, intermediaries and investors.

Likewise, the following entities shall be considered related to the Collaborator, without prejudice that, depending on the specific circumstances, other entities may be understood as related entities:

- Those in which the Collaborator or persons related to it, by themselves or through an intermediary, hold at least twenty-five percent (25%) of the share capital or are in any of the situations of control of the entity established by Law.
- Those in which the Collaborator or persons related to him/her, by him/herself or through an interposed person, hold an administrative or management position or from which they receive income for any reason.
- Those in which the Collaborator holds a public or political position.
- Those in which the Collaborator has received any type of remuneration in the two (2) years prior to his/her hiring by **FIRA**.

The Organization is empowered to expand, as it deems appropriate, the perimeter of personal and business ties that must be considered for the purpose of a personal, economic or professional interest.

3.2. Types of conflict of interest

A classification is established, based on the imminence of the conflict situation in making a decision:

- Real conflict of interest

A real conflict of interest occurs when the Collaborator has a personal, economic or professional interest that may interfere in a specific professional decision on behalf of **FIRA**, and is already effectively in a situation in which he/she has to make that decision or may influence it. In other words, the actual conflict of interest is a current risk.

- Potential conflict of interest

A potential conflict of interest occurs when the Collaborator has a personal, economic or professional interest that could influence when making a professional decision from the position or position he/she holds, but is not yet in a position to make such a decision.

3.3. Communication of conflict of interest

FIRA Collaborators may not, under any circumstances, carry out operations or activities when they are affected by a conflict of interest. In this sense, they must avoid making

decisions in situations that may give rise to a conflict between their personal, economic and professional interests and those of **FIRA**, abstaining from representing **FIRA** and from intervening or influencing decision-making in any situation in which they directly or indirectly have an interest.

FIRA Collaborators have the obligation to inform the Organization of any situation of real or potential conflict between their personal, economic and professional interests and those of **FIRA**, which may influence them when making a professional decision, using the Ethical Channel.

Likewise, Collaborators must communicate any situation of real or potential conflict of which they are aware that could affect the interests of **FIRA**, acting in all cases under the principle of good faith.

The communication must include at least the following information:

- Name and surname.
- Position of the Collaborator.
- Description of the conflict.

The Compliance Officer must verify that the Collaborator is indeed in a conflict of interest situation and adopt the measures deemed appropriate to manage the conflict of interest reported and identified, such as, for example: limiting the functions of the Collaborator in question in the specific situation; involving the Compliance Officer in the specific process in which the conflict of interest has been identified, among others.

In order to identify possible situations of conflict of interest, the Organization establishes in the selection processes for personnel who are to perform certain particularly exposed positions the control mechanisms deemed appropriate, depending on the characteristics of the position, the function to be performed and, in short, the capacity of influence of the possible new recruit in the Organization's decision-making process.

Specifically, Collaborators responsible for personnel selection processes at **FIRA** must ask potential new recruits to the Executive Committee or the Purchasing Department of the Organization to declare any conflict of interest affecting them with respect to **FIRA** of which they may be aware.

The voluntary concealment of such information by **FIRA** Collaborators during their selection process shall be considered a violation of this Policy and, consequently, may entail the appropriate disciplinary and legal consequences.

In the event that the potential new recruit declares that he/she is involved in some type of conflict of interest with respect to **FIRA**, this information shall be communicated to

the Compliance Officer. The Compliance Officer will carry out an analysis of the possible consequences that the hiring of the candidate for Collaborator could entail from the perspective of the Corporate Compliance Program. The Compliance Officer will send the results of his/her analysis to those responsible for personnel selection processes so that they can make an informed decision regarding the continuation of the selection process.

In addition, on an annual basis, the members of **FIRA**'s Executive Committee shall notify any possible conflict of interest in which they are involved or, if none exists, they shall confirm that they are not in any situation of conflict of interest through the reporting mechanisms established for Compliance.

IV.- TREATMENT OF THE CONFLICT OF INTEREST

4.1. Registration

FIRA, through the Compliance Officer, shall maintain an updated record of the communications received for the identification and effective management of any possible conflict of interest, the verification carried out and, if applicable, the measures or mechanisms adopted. Likewise, it shall also keep a record of the declarations of absence of conflicts of interest of the Executive Committee that are carried out in accordance with the provisions of this Policy, which shall be updated annually.

4.2. Abstention

Collaborators who are affected by a **real** or potential conflict of interest must refrain from intervening and/or influencing the making of decisions in which their objectivity and impartiality may be affected and/or questioned, because they have, directly or indirectly, a particular interest.

DOCUMENT COMPLIANCE TRACKING INFORMATION

Document identification	Conflict of Interest Policy.
Document category	Development regulation.
Relationship with other documents	Anti-Corruption Policy, Invitations and Entertainment Policy, Code of Conduct of the Board of Directors and Ethical Code.
Entities to which it applies	FIRA INTERNACIONAL DE BARCELONA and its investee companies, FIRA BARCELONA INTERNATIONAL EXHIBITIONS AND SERVICES, S.L.U., ALIMENTARIA EXHIBITIONS, S.L.U., FIRESA LOGISTIC, S.L., FIRA CCIB, S.L.U. and FIRA CIRCUIT, S.L.U.
Criminal risks covered	Corruption offenses: public and private sector (arts. 286 <i>bis</i> and <i>ter</i> and 419 to 430 CC), Offense of altering prices in auctions and public tenders (art. 262 CC), Illegal financing of political parties (art. 304 <i>bis</i> CC) and Embezzlement offenses (art. 435 CC).
Executive Committee approvals	06.03.2019; 22.03.2023
Approvals by the Board of Directors or acknowledgment*	09.04.2019; 14.03.2023*
Adhesion of the Board of Directors of FIRA CIRCUIT, S.L.U.	19.09.2024
Last revision carried out	07.02.2023 (substantive)