



Corporate Anti- corruption Policy

Mayo 2023



Version control

VERSION	DATE	DESCRIPTION
1	31/01/2019	Version 1
2	05/05/2021	<p>Explanation of the corporate nature of the policy.</p> <p>Inclusion of the specific regulation on institutional gifts.</p> <p>Explicit inclusion of deeming any compensation exceeding what is set out in a sponsorship agreement as a gift.</p> <p>Adjustment to the corporate policy model.</p>
3	30/09/2021	<p>Specific mention is made of the prohibition of total or partial cancellation of debt to political parties, contained in Organic Law 3/2015, of 30 March, on the control of the financial activity of political parties, which amends Organic Law 8/2007, of 4 July, on the control of the financing of political parties.</p>
4	25/05/2023	<p>Adjustments to the Corporate Policy model (Sections 2, 7 and 9)</p> <p>Section 4 "General principles of corruption risk management"</p> <ul style="list-style-type: none"> a) Reordering the Gifts section. b) Adjusting the Sponsorship section to the new Corporate Sponsorship Policy. c) Adding the requirement that the acceptance or concession of any payment must comply with the criteria of proportionality and reasonableness. d) Incorporating the power of Regulatory Compliance to establish procedures for communicating and registering gifts. e) Adjusting the section on suppliers, including the main circumstances whose concurrence represents a warning of potential situations of corruption in relations with third parties. <p>Section 10 "Definitions". Incorporating the definition of public authority and public official and adjustment of the definition of hospitality.</p>

Contents

1. Introduction	3
1.1 Background	3
1.2 Scope	3
1.3 Objectives	4
2. Scope of application	5
3. Regulatory framework. Applicable standards and regulations	7
4. General Principles of corruption risk management	8
5. Governance framework	15
5.1 CaixaBank Governance Bodies	15
5.1.1 Board of Directors of CaixaBank	15
5.1.2 Risk committee	16
5.1.3 Audit and Control Committee	16
5.2 CaixaBank Collegiate Bodies pertaining to corruption risk	17
5.2.1 Global Risk Committee	17
5.2.2 CaixaBank Corporate Crime Management Committee	17
5.3 CaixaBank Group subsidiaries	18
5.3.1 Governance Bodies of the Group's subsidiaries	18
5.3.2 Group subsidiaries' collegiate bodies	18
6. Consultation Channel and Complaints Channel	19
7. Control framework	20
8. Reporting framework	22
9. Policy updates	23
10. Definitions	24

1. Introduction

1.1 Background

CaixaBank, S.A. is a credit institution and the parent company of a group that provides financial and investment services (hereinafter, 'CaixaBank' or the 'Institution').



Through this Policy, the CaixaBank Board of Directors clearly states and rejects any type of behaviour that could be directly or indirectly linked to corruption, works under the core principle of compliance with current laws and regulations at all times, and bases its operation on the highest standards of responsibility. As a signatory to the United Nations Global Compact, CaixaBank undertakes to comply with the 10 principles it sets out, including working against corruption in all its forms, including extortion and bribery (Principle 10).



Within this framework, the CaixaBank Board of Directors approves this Corporate Anti-Corruption Policy (hereinafter, "the Policy").

1.2 Scope

This Policy is an essential tool to impede the CaixaBank Group companies and its external collaborators from directly, or through intermediaries, engaging in conduct that may be against the law or the core business principles of CaixaBank: respect, integrity, transparency, excellence, professionalism, confidentiality and social responsibility.

CaixaBank takes an active stance in rejecting all forms of corruption in all the markets where it operates. The Policy adapts to the highest international standards, alongside the Code of Ethics, and is an integral part of the CaixaBank Group Crime Prevention Model. If local laws are stricter than this Policy, they will apply.










1.3 Objectives

This Policy has the following objectives:

1. Transmit to all employees, executives and members of Governance Bodies at CaixaBank and Group companies, the commitment of the companies that their operations comply with prevailing laws and regulations at all times, while also promoting and defending CaixaBank's corporate values and business conduct as set out in its Code of Ethics, and the complete rejection of any type of conduct that may directly or indirectly be linked to corruption.
2. Establish standards of conduct that must govern CaixaBank's and group company operations, as well as the activity of all employees, executives and members of the Governance Bodies of CaixaBank and Group companies. The Policy establishes a set of due diligence measures aimed at ensuring that the third parties with whom contractual relationships are entered into comply with the regulations in force and observe CaixaBank values.
3. Assure shareholders, customers, suppliers, legal bodies and the company in general that CaixaBank Group complies with the duties of supervision and control of its business, establishing suitable measures to prevent or reduce the risk of corruption and, therefore, guaranteeing legally relevant due control being implemented for directors, executives, employees and other associated parties.

This policy sets out:

-  General principles that govern corruption risk management.
-  Governance framework.
-  Consultation Channel and Complaints Channel.
-  Control framework.
-  Information framework.

2. Scope of application

The Policy is corporate and, therefore, applies to all the companies in the CaixaBank Group, their employees, executives and members of the Governance Bodies.

In turn, the CaixaBank Group shall promote actions directed at sharing this Policy with those companies in which holds a significant stake although it does not have control, encouraging them to adopt it.

The governing bodies of CaixaBank Group companies shall adopt the appropriate decisions to integrate the provisions of this Policy.

Where the risk control and management activities of the subsidiary are carried out directly by CaixaBank, whether due to the materiality of the risk at the subsidiary, or for reasons of efficiency, or because the subsidiary has outsourced the operational management of this risk to CaixaBank, the governance bodies of the subsidiary concerned shall be informed of the existence of this corporate Policy and of the fact that it applies to that subsidiary. The governance bodies of subsidiaries will abide by this corporate policy when the operational principles of the corporate policy are applicable and the subsidiary does not have its own policy, and the content of the corporate policy lays out principles, obligations and activities that apply directly to the subsidiary.

The Corporate Anti-Corruption Policy shall be available for all the Covered Persons on the Compliance website and also on the Corporate Social Responsibility website. Similarly, the General Principles of the Policy shall be made public on [CaixaBank's Corporate Website](#).

In addition to being a corporate policy, it is also considered to be the individual policy of CaixaBank, the parent of the CaixaBank Group.

Covered Parties

This Policy shall be applicable to all employees, executives and members of CaixaBank Governing Bodies, as well as all companies in the CaixaBank Group.

The Covered Persons shall receive training aimed at ensuring appropriate awareness of the Policy to guarantee an ethical culture of integrity and regulatory compliance is established.

Failure to comply with what is set out in this Policy shall lead to disciplinary action by the internal bodies authorized to implement it.

Associated Persons

Within the framework of mutual trust and collaboration with all its Associated Parties, CaixaBank and Group companies expect them to take the appropriate measures to ensure fair conduct and competition on the market. For this reason, all Associated Parties with CaixaBank and Group companies shall be active participants in this Policy, as long as current specific circumstances so allow, particularly including suppliers, intermediaries and agents who act on behalf of the Institution and/or Group companies.

CaixaBank and Group companies shall foster Associated Parties being experts on the existence and content of the policy. In any event, they shall ensure that they comply with similar conduct and value standards to those set out in it.

Specific awareness of incompliance with any of the provisions in the Policy shall lead to termination of existing contractual relations.

3. Regulatory framework. Applicable standards and regulations

This Policy will be governed by the applicable regulations in force and any regulations that may amend or replace them in the future.

With regard to subsidiaries subject to foreign jurisdictions or additional industry regulations, any policies and procedures implemented by these subsidiaries shall take into account, in addition to their own regulations, the obligations at the consolidated level, provided that they do not contradict the specific requirements of the corresponding jurisdiction or industry regulations.



Additionally, CaixaBank shall apply the following due diligence procedures:

- In the selection and maintenance processes for relations it has with parties linked to the company, especially with regard to its employees, so as to ensure alignment with CaixaBank values and full compliance with the law and internal ethical standards.

In all its contracting processes, CaixaBank shall ensure that candidates have the prior required technical qualifications and experience, with said procedure being appropriately documented. Personal/family relationships may not be used to contract those who do not comply with the selection criteria.

- In the selection processes of the **Associated People**. CaixaBank contracting with any group included in this category shall comply with objective criteria without any influence from financial or other types of ties having an effect. CaixaBank shall require that they all adopt suitable measures to ensure fair conduct and competition on the market, thus avoiding conduct that is contrary to current legislation and the principles underlying its business.
- In the acceptance processes and **client follow-up**. Through its KYC (know your client) policies and procedures, CaixaBank shall undertake a suitable process to get to know its customers.

Each Group company shall develop the necessary rules, guidelines or procedures to ensure the effective implementation, execution and observance of this Policy.

4. General Principles for managing corruption risk

In a broad sense, corruption is a conduct whose impact must be prevented and eradicated at both companies and in society.

The principles that govern this Policy and which shall govern CaixaBank Group anti-corruption operations for corruption control and risk prevention are as follows:

- Complete rejection of any action or omission that is directly or indirectly related to acts of corruption. This includes situations where the Covered Party takes a stance of conscious or deliberate ignorance regarding acts whose awareness is mandatory for the party.
- The banning of illicit activities and/or those not aligned with current regulations, including what is set out in this Policy, under the premise that one is operating in the Company's best interest, regardless of the possible resulting financial benefit.
- Covered Parties are subject to reporting any event that they are aware of that contravenes what is set out in the Policy. This notification shall be done via the Complaints Channel set up by the CaixaBank Group.
- Compliance with standards of fair competition in the market, in accordance with the principles of free competition.
- The acceptance and granting of any type of payment mentioned in standards of conduct set out in this section, as well as those others not mentioned, must comply with criteria of proportionality and reasonableness.

Corruption prevention measures are part of the CaixaBank Crime Prevention Model. For this reason, the principles set out in the Corporate Criminal Compliance Policy directly apply.

Additionally, this Policy sets out the following standards of conduct:

a. Extortions, bribes, influence peddling and facilitation payments

CaixaBank forbids all conduct that may constitute or be related to extortion in all its possible forms.

Similarly, CaixaBank rejects any conduct that may constitute **bribery** or attempted bribery in relation to authorities or civil servants, whether this be direct or indirect or via an intermediary. Consequently, giving gifts, amounts of money, assets, rights or any other asset or service in exchange for authorities or civil servants ensuring or ceasing compliance with what they should do or undertake with regard to an illicit act shall not be tolerated.

Any type of activity that may constitute **influence peddling is prohibited**.

Similarly, **facilitation payments** of any kind or in any method that may be adopted are completely prohibited. Gifts may only be accepted or offered in line with what is set out in this Policy.

Any activity suspected of constituting any of the conduct set out shall be reported to Regulatory Compliance through the CaixaBank Group's Complaints Channel.



b. Gifts



Accepting Gifts

The criteria that shall govern the acceptance of Gifts are as follows:

1. The Gift shall be proportionate to circumstances, allowed for social conventions and in line with sector standards.
2. The purpose may not go beyond traditional congratulations, whether for traditional celebrations or personal reasons (such as anniversaries or birthdays), representing a courtesy.
3. It must be voluntary, it cannot have been solicited beforehand. In the same way, acceptance of the Gift shall not generate expectations in the giver of quid-pro-quo.
4. Its value may not be higher than €150 or equivalent in other currency, with its value being determined as per its market value and not purchase cost. Where a Covered Party receives several gifts from the same giver in a 12-month period, the €150 limit shall apply to the total value of all gifts.

Exceptionally, where Gifts are worth over the aforementioned amount of €150, the opinion from Regulatory Compliance may be requested where extraordinary circumstances justify it. In such instances, acceptance of the gift **shall require authorization from Regulatory Compliance** through the channel made available to employees(s) for said purpose.

5. In any case, they shall be received in the workplace and never at the private home of the employee or in the home of family members and/or close relatives. If this were not possible due to circumstances outside the control of the parties, their immediate superior shall be informed.

Even when having satisfied the above requirements, receiving gifts, whether directly or indirectly, is expressly forbidden where any of the following circumstances arise:

- The end goal is to make the Affected Person breach their obligations and give preference in granting goods or services, directly or indirectly, to a gift-giving individual or entity.
- The gift is from a public authority or official.

- The gift is from people or companies who are involved in supplier tender processes at any of the CaixaBank Group companies, where the Covered Party is a part of the tender processes or may have an influence over them.
- The gift is made in cash or a cash equivalent, regardless of the amount (e.g. gift cards).

c. Institutional gifts



Accepting Gifts

Institutional gifts, meaning those received in an institutional setting or where protocol dictates that they should not be refused, generally speaking, should comply with the hypotheses and criteria established in the previous section.

When the gift does not meet the acceptance requirements, the gift may be accepted on an institutional level but shall be rejected in a personal capacity and promptly handed over to the Institutional Relations Department or the Regulatory Compliance function.



Giving Gifts

- Institutional gifts may only be offered where they are worth less than €150 or included in the holiday catalogue approved institutionally every year. Exceptionally, the areas managing institutional relations, subject to a report from Regulatory Compliance, may authorize the giving of another type of Gift as long as it is proportionate to the circumstance, and allowed by social custom and company culture.

Institutional gifts must invariably meet the following requirements:

1. Their value must be higher than €15 but lower than €150 (amounts lower than €15 and those related to the Bank's commercial campaigns do not qualify as gifts).
 2. The gift must be properly in accordance with social customs and the Bank's values and culture.
 3. The gift must come with a corporate business card.
 4. We recommend including the corporate logo in all cases (in accordance with applicable rules).
- Giving gifts to public officials and authorities is strictly prohibited. Exceptionally, and provided that the applicable regulations do not forbid it, offering or giving Gifts to this group may be done with authorization from Institutional Relations, subject to a report from Regulatory Compliance, who may also request a report from a legal advisor if deemed appropriate.

CaixaBank's Regulatory Compliance function may establish procedures for communicating and registering gifts accepted and given as regulated under this Policy.



Exclusions

The following are excluded from the content of this section:

- Gifts from CaixaBank to the Covered Parties or between the Covered Parties, whether there is a hierarchical relationship or not.
- Invitations to food made during the course of a current professional relationship, as long as the invite is reasonable within the business context being developed.

d. Travelling expenses and hospitality

'Hospitality' received from third parties

Invitations to events or acts held by suppliers or third-party companies **shall be deemed to be held by CaixaBank or the Group company in question**, meaning the travel, accommodation and representation expenses payable shall **always** be covered by CaixaBank or Group companies and paid directly to the service provider in accordance with the internal employee expenses procedure regulations.

These travel, accommodation and representation expenses shall comply with the **following criteria**:

- they shall be reasonable and not excessive or extravagant, avoiding any interpretation that they are covering any other service to their inherent purpose or that an attempt is being made to influence the granting of any business
- they shall be related to CaixaBank or Group company business
- **they shall always be deemed institutional**, whereby the decision to attend and authorisation thereof shall require approval by the supervising Executive.

'Hospitality' offered by CaixaBank

The same criteria apply to CaixaBank covering third-party travel and accommodation expenses

e. Relationships with political institutions and officials



CaixaBank and Group companies shall at all times observe strict compliance with national legislation regarding the financing of political parties.

It is prohibited to make donations to political parties and their associated foundations or companies. Total or partial debt write-offs cannot be carried out in favour of political parties. For this purpose, a write-off is considered as the total or partial cancellation of the capital of the loan and the interested accrued or the renegotiation of the interest rate to a rate lower than that applied under market conditions.

CaixaBank shall participate in the regulatory processes for relevant issues regarding the national, European and global financial sector, with the aim of protecting the interests of customers, shareholders and employees. CaixaBank shall not contract direct lobbying or representation of interest services to position itself to authorities, but shall instead generally share its opinions via different associations to which it belongs, or directly through the legally established channels, all in accordance with the business principles set out in the Code of Ethics, this Policy and applicable internal regulations.

f. Sponsorships

Sponsorship activity includes agreements with third parties that allow CaixaBank or its subsidiaries to engage in communication, advertising, institutional, public relations and commercial activities that link the brands of the CaixaBank Group with the brand of the sponsored party. The goal of the above-mentioned agreement is to have a positive impact on the brand in terms of its recognition, value and positioning, as well as a greater positive impact on the reputation of the CaixaBank Group and better general business results than would otherwise be achieved without the sponsorship agreement.

The sponsorship agreement shall regulate all collaboration activities and initiatives between the sponsored party and CaixaBank, including hospitality, invitations, tickets or access to spaces that the sponsored party makes available to the CaixaBank Group for its relations with its stakeholders.

The CaixaBank sponsorship model is decentralised and allows any CaixaBank department or Group subsidiary to propose and request the possibility of carrying out new sponsorship activities within its

sphere and linked to its own functions, as well as renewing sponsorship agreements that have come to an end by contract. The Communications and Institutional Relations Department (CIRD) is responsible for assessing the sponsorship proposals received from divisions or subsidiaries on the basis of their associated reputational risk and their alignment with the Group's strategy in this area. The CIRD is also responsible for updating the decision-making processes and defining the common management, monitoring and *reporting* systems in the area of sponsorship.

Any payment awarded/perceived beyond what is set out in the sponsorship agreement shall be deemed a Gift and, therefore, be subject to compliance with the regulation established in this Policy for these instances.



g. Donations

CaixaBank collaborates via the 'La Caixa' Banking Foundation and on its behalf to introduce its social welfare activity to CaixaBank's entire area of activity. Consequently, donations to foundations and other non-government institutions must be justified by the activities of the "La Caixa" Group Welfare Projects and be in accordance with action guidelines set out for its charitable activities and pertinent procedures be established to that effect.

Such procedures shall include controls in order to avoid donations and contributions made to foundations and other non-government institutions possibly being used as a subterfuge to carry out practices that contravene this Policy, and the Code of Ethics.

Whenever an activity is carried out in a decentralised manner, actions shall be made, at all times, in accordance with the criteria set out in the above paragraph.

h. Suppliers

CaixaBank and Group companies shall require their suppliers to take the appropriate measures to ensure fair conduct and competition on the market, having to establish mechanisms to fight against all forms of corruption.

As stated in the CaixaBank Supplier Code of Conduct, suppliers shall not accept nor offer gifts, benefits, favours or provisions free of charge that are intended to improperly influence their business, professional or administrative relationships.

Internal CaixaBank regulations set out a non-exhaustive list of circumstances that generate an alert in relation to potential corruption as part of relationships with third parties, including circumstances regarding:

- Sanctions imposed in administrative and/or criminal proceedings for acts of corruption.
- Location and/or headquarters of suppliers in countries with high levels of corruption.
- Refusal to disclose the structure of ownership and/or the members of its governance and management bodies, as well as the use of screen structures.
- Atypical requests in the contractual or invoicing framework.

The mere concurrence of any of these circumstances will not be a barrier to contracting the supplier; however, additional information must be requested to rule out the indications identified.

5. Governance framework

The pillars underpinning the corruption risk governance framework at the CaixaBank Group are:

- Compliance with the principles contained in this Corporate Policy by CaixaBank Group companies within its scope.
- Corporate supervision of the parent company.
- Alignment of strategies among Group companies and alignment with best practices, supervisory expectations and prevailing regulations.
- Maximum involvement of the Governance and Management Bodies of the Group companies.
- Internal Control Framework based on the Three Lines of Defence model¹, which ensures strict segregation of duties and the existence of multiple layers of independent control.

5.1 CaixaBank Governance Bodies

The governance bodies of CaixaBank, as parent of the CaixaBank Group, perform certain functions related to their responsibility to approve and oversee the strategic and management guidelines established in the interests of all Group companies, as well as the supervision, monitoring and integrated control of the Group's risks as a whole.

5.1.1 Board of Directors of CaixaBank

The CaixaBank Board of Directors, as the maximum authority for establishing general strategies and policies at CaixaBank, is responsible for approving this Policy, whose aim is to comply with legal provisions and implement what is set out in the CaixaBank Code of Ethics and, therefore, link it to its ethical values, ratifying the firm commitment to rejecting any conduct that may be directly or indirectly linked to corruption.



¹ According to the EBA Guidelines of 21 March 2018 on internal governance (EBA/GL/2017/11) adopted by the Bank of Spain as its own on 18 May 2018

5.1.2 Risk committee

The Risks Committee advises CaixaBank's Board of Directors on the Group's overall risk appetite and its related strategy.

Within the framework of corruption risk management, this Committee:

- Proposes approval of this Policy to the Board.
- Monitors the degree of adaptation of the assumed risk to the previously agreed profile and ensures that Group operations are consistent with the established tolerance levels.
- Determines, together with the Board of Directors, the information that the latter must receive and establishes the information that the Committee must receive, in such a way that knowledge of exposure to this risk is sufficient in the decision-making process.
- Oversees regulatory compliance risk in this scope of action and decision-making, detecting any risk related to non-compliance and monitoring this risk and examining possible shortcomings in an ethical manner.
- Verifies that the group has the means, systems, structures and resources, in accordance with best practice, which allow for the implementation of its corruption risk management strategy.

5.1.3 Audit and Control Fee

CaixaBank's Audit and Control Committee supervises the efficacy of the internal control systems, ensuring that the policies and systems in place are effectively applied. It supervises and assesses the efficacy of financial and non-financial risk management systems.

Additionally, and pertaining to the company's inherent area of activity, the Audit and Control Committee of CaixaBank:

- Reports to the Board of Directors, in advance, on the financial information and related non-financial information that CaixaBank must periodically release to the markets and its supervisory bodies.
- Oversees the effectiveness of the internal control system for financial reporting (ICFR), ruling on the level of trust and reliability of the system.
- Ensure that the Internal Audit unit endeavours to ensure the correct functioning of the reporting and internal control systems, verifying their suitability and integrity.

5.2 CaixaBank Collegiate Bodies pertaining to corruption risk

5.2.1 Global Risk Committee

The CaixaBank Global Risk Committee reports to the Risks Committee and is responsible for globally managing, controlling and monitoring risks that the CaixaBank Group may incur, as well as assessing the implications for capital adequacy management and capital consumption.

To do this, it analyses the Group's global risk position and, either directly or indirectly through its delegated committees, establishes policies or procedures to optimize risk management, monitoring and control within the framework of CaixaBank Group's strategic objectives.

The Committee is specifically responsible for adapting the strategy in this area to what is set out in the risk appetite framework by the Board of Directors, coordinating measures to mitigate any breaches and reactions to early warnings, as well as keeping CaixaBank's Board of Directors informed through its Risks Committee of the main lines of action and risk status at CaixaBank Group.

5.2.2 CaixaBank Corporate Crime Management Committee

The Corporate Crime Management Committee at CaixaBank is responsible for supervising the operation of and compliance with the Crime Prevention Model, of which this Policy is an integral part. The CaixaBank Corporate Crime Management Committee has independent powers of initiative and control, and the capacity to make enquiries, request information, propose measures, initiate investigation procedures and undertake any other process required in connection with crime prevention and any matter with potential criminal relevance linked to conduct that may, either directly or indirectly, be related to corruption and, therefore, to compliance with what is set out in this Corporate Anti-Corruption Policy. This multidisciplinary committee **reports** to CaixaBank's Global Risks Committee at least once every six months and to the Corporate Crime Management Committee itself whenever considered necessary.

The Corporate Crime Management Committee shall report to the Management Committee and to the Governance Bodies via the Risks Committee attached to the Board (without prejudice to the functions ascribed to the Audit and Control Committee in supervising the CaixaBank Group's internal control system and Complaints Channel) when the Corporate Crime Management Committee plans to lay matters before the Board of Directors.

5.3 CaixaBank Group subsidiaries

5.3.1 Governing Bodies of the Group's subsidiaries

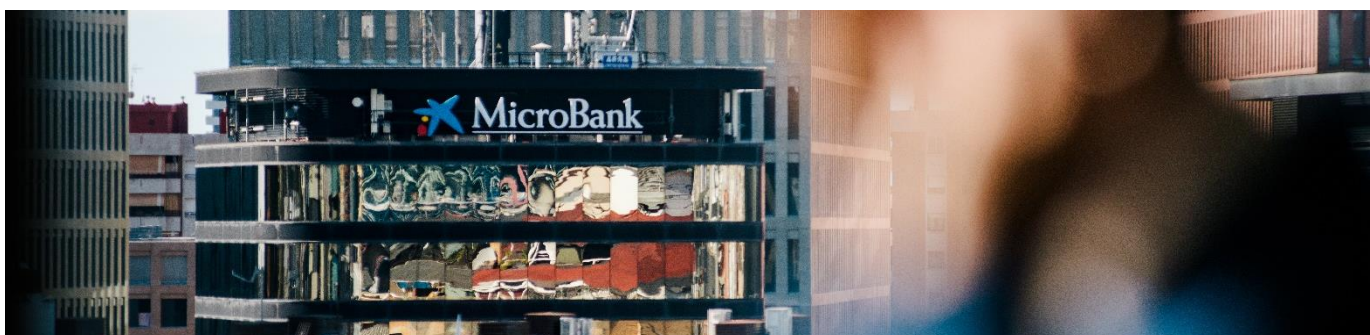
The governance bodies of CaixaBank Group companies shall:

- Take pertinent decisions in order to take on board the provisions of this Policy and apply the guidelines established herein, in accordance with the specific features of each of the companies and with any legal and/or regulatory provisions that may be applicable to them.
- Shall establish and supervise the implementation of a risk culture within the organization that promotes conduct in line with the conduct principles and standards enshrined in this Policy.
- Shall establish and maintain a suitable organizational structure for corruption risk management in proportion to the nature, scale and complexity of the activities carried out.
- Shall ensure that staff involved in corruption risk management have appropriate skills and experience.
- establish monitoring and escalation mechanisms where any of the defined thresholds are exceeded; and
- Shall ensure that there are sufficient internal controls.

5.3.2 Group subsidiaries' collegiate bodies

Depending on its needs and size, each subsidiary shall establish or assign to the already formed committees, the duties it deems relevant with regard to corruption risk.

Should they exist, these committees of the subsidiaries shall act in a manner that is similar to those of the parent, developing their functions in parallel to the latter.



6. Consultation Channel and Complaints Channel

To facilitate compliance with the Code of Ethics and other internal regulations, CaixaBank has a Consultation Channel and Complaints Channel through which questions may be submitted on the interpretation or practical application of the Code of Ethics, as well as of this Corporate Anti-Corruption Policy and other implementing regulations, and for communicating possible irregularities that may involve breaches of the Code of Ethics.

Queries and complaints are managed and resolved by using a rigorous, transparent and objective procedure, safeguarding in all cases the confidentiality of the persons concerned and involved in the facts and conduct that are the subject of communication. CaixaBank will not tolerate any reprisal against those who in good faith report events or situations that may fall under prohibited conduct as set out in the Code of Ethics or this Corporate Anti-Corruption Policy. Along these lines, CaixaBank continually works to align communication channels with best practice at all times.

With regard to enquiries and complaints from customers, these shall be processed by the customer service channels set up at CaixaBank.

7. Control framework

CaixaBank promotes a risk culture in the Group that fosters the control of risk and compliance, as well as the establishment of a robust internal control framework that covers the entire organisation and that allows for fully informed decision-making about the assumed risks.

The internal control framework of the CaixaBank Group follows the three lines of defence model, which insures the strict segregation of duties and the existence of several layers of independent control:

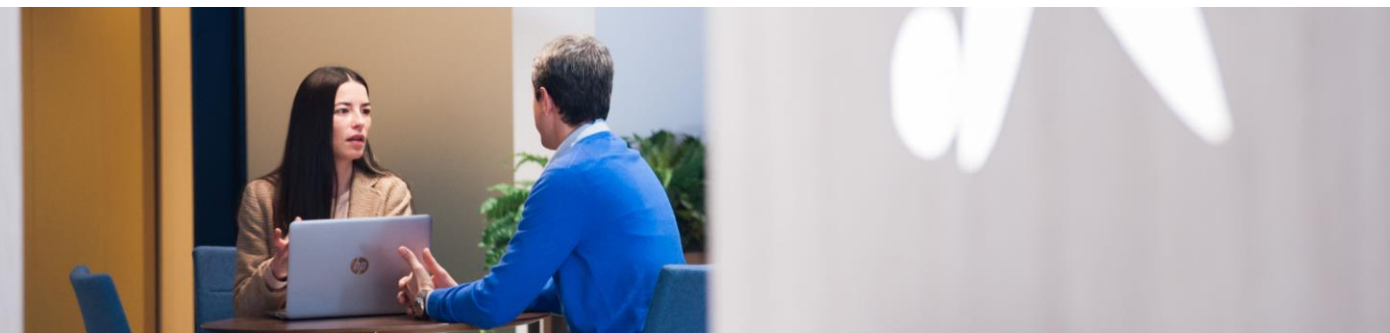
- **The first line of defence** will be integrated into the operating units that effectively manage corruption risk. These units will be responsible for the implementation of internal anti-corruption policies and procedures, will proactively put in place measures to identify, manage and control corruption risk and establish and implement appropriate controls and, are responsible for being aware of and implementing the obligations arising from this Policy.
- The Compliance Function, as an internal control function that forms the **second line of defence** against corruption risk, will ensure the quality of the entire corruption risk management process; it will review the coherence with the internal policy and public guidelines of the processes associated with corruption risk; it will carry out specific controls with regard to anti-corruption and it will provide guidance on the design and review of risk management processes and on the monitoring to be put in place in the risk management units.

In relation to the Bank's own area of action, the Compliance Department shall act as the second line of defence in managing corruption risk. Notwithstanding the foregoing, the Corporate Risk Management Function & Planning Department will exercise the transversal functions of second line of defence that correspond to it pursuant to the Corporate Internal Control Policy.

- The Internal Audit function, as the **third line of defence**, is an independent and objective function for assurance and consultation; it is designed to add value and improve Group operations. It plays an important role in achieving the strategic objectives of the CaixaBank Group, providing a systematic and disciplined approach to evaluating and improving risk control and management processes and corporate governance. In particular, Internal Audit will supervise the activities of the first and second lines of defence so as to provide reasonable levels of assurance to senior management and the governance bodies.

The Three Lines of Defence model is implemented in the Group in such a manner that the internal control duties of the parent company fulfil their mission with a consolidated overview of the Group companies. The Compliance and Internal Audit Divisions, which are respectively the areas responsible for compliance and internal audit duties within the parent company, assume the strategic direction, supervision and coordination of the corresponding internal control duties of the subsidiaries, while ensuring their scope.

Each of the CaixaBank Group companies shall ensure the existence of controls over the adequate application of the general principles established in this Policy, as well as their implementation within internal anti-corruption frameworks and procedures.



8. Reporting framework

Establishing a suitable information framework is essential for corruption risk management.

The main objectives of this reporting framework are as follows:

- Provide governance bodies and senior management with precise, clear and enough information sufficiently in advance to help them make decisions and enable them to verify that operations are being carried out within the set risk tolerance level.
- Meet the reporting requirements of regulatory bodies.
- Keep shareholders and other CaixaBank Group stakeholders informed about the operating principle regarding anti-corruption.
- Provide officers in different areas -particularly management and control areas- with the data they require to ensure compliance control over the strategy defined by the Group regarding anti-corruption.

9. Policy updates

This Policy will be subject to review by the Board of Directors on a biennial basis, following a review by CaixaBank Regulatory Compliance as the body responsible for the Policy and, where it deems it relevant, shall propose amendments to present to the Board of Directors for approval.

Additionally, the Policy will be able to be updated at any time when the person in charge has identified the need for its amendment, on the grounds of, for example:

- Changes to the regulatory framework.
- Changes in the business strategy and goals.
- Changes in management approach or processes.
- Changes deriving from the results obtained during follow-up and control activities.
- New policies or amendments to existing ones that affect the content of this Policy.
- Amendment of the organizational structure involving a change of duties in corruption risk management.

As part of the review procedure, the party responsible for the Policy will:

- Share the results of the analysis carried out with all others involved in corruption risk management and implement the necessary amendments to the Policy.
- Include a summary of the review carried out in the "Version control" section of the Policy.
- Propose to the Global Risk Committee, subject to the agreement of the Corporate Crime Management Committee, the review of this Policy to the Risks Committee, where it will receive approval as a prior step to being submitted before the Board of Directors for approval.

Nonetheless, where updates are made outside the period established by default (biannual), if these are of a minor nature, approval from the Global Risk Committee shall be authorized. For these purposes, minor changes are those deriving from organisational changes that do that not affect corruption risk management duties, as well as simple corrections of spelling mistakes or from the updating of documents referenced in this Policy². The Risks Committee shall always be informed of any updates approved by the Global Risk Committee. If the Risks Committee sees fit, it may escalate any such amendments to the Board of Directors.

Regulatory Compliance will be responsible for safeguarding and granting access of this Policy and for ensuring proper archiving, distribution and, as the case may be, publication. Notwithstanding its possible internal or external publication, access to the Policy will be restricted to those persons specified by Regulatory Compliance.

² The "updating of documents referred to in this Policy" would include only the transcription of excerpts of documents approved by the competent bodies (Board of Directors, Global Risk Committee, etc.) or of regulatory provisions, provided that the amended content is not subject to regulation by the Policy.



10. Definitions

Conflict of interest: disagreement or discrepancies between the professional duty of a physical or legal person and their private interests and/or those of another physical or legal person that unduly influences the performance of their duties and responsibilities.

Corruption or the act of bribery: fraudulent conduct comprising the offer, promise, giving or acceptance of an improper advantage for or by a government official or an employee or representative of a private company, either directly or indirectly to obtain or keep a business or another illicit advantage. The performance of this act may be either national or international in scope.³

Extortion: whoever, for the purposes of profit-seeking, compels another person by means of force or intimidation to perform or omit an action or legal business, to the detriment of the latter's assets or those of a third party.

Public function:

- **Public authority:** any person who, alone or as a member of any corporation, court or collegiate body, has command or exercises jurisdiction of his or her own, understood as the capacity of that specific person to execute administrative or judicial public powers on his or her own in a given, objective and territorial sphere of confidence.

In any case, the following are considered to be public authorities: Members of the Congress of Deputies, members of the Senate, members of the autonomous Parliaments; Members of the European Parliament; Officials of the Public Prosecutor's Office.

³ Definition of the International Chamber Of Commerce, the UN Convention against Corruption and the OECD Convention.

- **Public official:** any person who, by immediate provision of law; or by election or appointment by a competent authority, is effectively involved in exercising public functions, understood as those performed by public bodies, and aimed at the achievement of general interests.

CaixaBank Group: refers to CaixaBank, S.A., as well as to all CaixaBank investee companies over which it has control in accordance with article 42 of the Spanish Commercial Code.

Hospitality: hospitality. This concept includes, among others, representation expenses, travel, meals, attendance at training, industry or activity-specific events.

The United Nations Global Compact: a voluntary initiative for corporate social responsibility and sustainable development, aimed at generating shared value between members. Its mission is to support business sustainability through the implementation of 10 Universal Principles of Conduct and Action with regard to Human Rights, employment standards, the environment and the fight against corruption⁴.

Facilitation payment: payments or small gifts made to an individual - a public official or an employee of a private company - in order to obtain a favour, such as expediting an administrative procedure, obtaining a permit, license or service, or avoiding an abuse of power.

Sponsorship: financial or any other type of aid, generally provided for advertising and gaining business to a private individual or company for the purposes of carrying out an activity in which they are engaged.

Associates: physical or legal persons with which CaixaBank and Group companies have any type of business relationship. This includes those who provide services through temporary employment companies or academic agreements, intermediaries, agents, brokers, external consultants or physical or legal persons contracted to deliver goods or service provision.

Covered Parties: people to whom what is set out in this Policy mandatorily applies.

Gift: free gifts, services, advantages, favours, provisions or any other physical present or pecuniary donation (payments or fees)⁵. Travel and hospitality expenses are excluded and have their own regulation in this Policy.

Institutional Gift: a gift or physical present that have been validated and certified beforehand by Institutional Relations. They generally include Company-branded elements such as the logo or brand name.

Influence Peddling: whoever influences a public official or an authority, taking advantage of any situation arising from a personal relationship with such individual or another public official or an authority, in order to obtain a resolution that could give rise to direct or indirect financial benefit for him/herself or for a third party.

⁴ The United Nations Global Compact (www.pactomundial.org).

⁵ By way of example, Gifts are deemed to be promotional gifts, courtesy gifts for traditional celebrations such as birthdays or at Christmas, or invitations to entertainment events such as sporting or musical events, among others.