



Code of Ethics

Clarke  
Modet 

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# Objective and Scope

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The ClarkeModet Group, formed by the parent company Clarke, Modet y Cía., S.L. and its subsidiaries (hereinafter, all companies as ClarkeModet and each one individually as Company), has a compliance system that promotes respect and compliance with the applicable legislation, internal regulations, and other internationally accepted ethical standards.

This Code of Ethics is the reference guide and backbone of the values and ethical principles presiding our professional activity.

The general principles governing the proceedings of ClarkeModet are developed hereafter.

# Protection and Defense of Fundamental Human Rights and Liberties

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ClarkeModet promotes:

- Acting, at all times, respecting and guaranteeing internationally recognized Fundamental Rights and Civil Liberties.
- Commitment with the United Nations Global Compact, that established under the Declaration of Fundamental Principles and Rights at Work and the International Labour Organization Conventions.





# Labor Rights

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## Workers' Rights

Each Company keeps a strict compliance with obligations to employees, labor legislation and prevention of occupational hazards.

For this purpose, ClarkeModet provides all necessary means to comply with the provisions from the International Labour Organization, especially those related to child labor. All kinds of child labor and forced labor are absolutely prohibited.

ClarkeModet respects the right of association, collective bargaining and trade union freedom.

## Diversity and Inclusion

ClarkeModet promotes an inclusive environment, valuing talent through diversity, acknowledging singularity and plurality in each of its Employees.



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## Labor Rights

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### Equality and Non-Discrimination

ClarkeModet promotes and encourages equal opportunity for the professional growth of all people in each Company, ensuring non-discrimination, so that promotion decisions are only based on training, merit, ability, knowledge and professional growth and, if necessary, on leadership qualities and skills, all of which are always assessed objectively.

Any type of performance involving any treatment that undermines the integrity or dignity of people and that may be demeaning or discriminatory due to sex, race, religion, culture, age, disability or any other is prohibited.

## Labor Rights

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### Safety and Health at Work

ClarkeModet promotes and maintains a safe and healthy environment in which all Employees are treated with respect.

Every Company has a management system to prevent occupational hazards fully integrated in the activity it develops.

All behaviors involving harassment of any kind, abuse of authority or behaviors that due to their nature or aggressivity may be considered as intimidatory are completely prohibited.

ClarkeModet assumes that all harassment attitudes nad acts involve an affront to the Employees' dignity and, therefore, does not allow nor tolerate harassment of any kind, either sexual, on the basis of sex or gender, either at work or any other kind.

# Transparency and Good Governance

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## Conflict of Interests

All Employees must act in an honest and responsible manner in the exercise of all the functions entrusted to them. They shall never put personal interests ahead of the legitimate interests of ClarkeModet. When personal and professional interests are contrary to each other, said situation must be informed through the internal channels established for said purposes.

Employees shall not be able to carry out Jobs, projects or deliver services for the benefit of companies that compete with ClarkeModet, competing directly or indirectly with each Company, or to be their suppliers, clients or have any other type of relationship.



## Transparency and Good Governance

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### Gifts, Presents and Attentions

Employees shall always act with the highest professionalism and honesty. No benefits shall be obtained from third parties derived from the interaction of these with ClarkeModet. Nor shall gifts, attentions or invitations from clients, suppliers, or third parties be accepted. It is particularly serious when Employees are in a position of influence on the decision that each Company makes on the subject regardless of the kind (commercial, professional, administrative, etc.).

Those gifts, presents and attentions with a symbolic or economically irrelevant value according to the laws, customs and business practices that are generally accepted, are permitted, provided these are not contrary to the values and ethics of ClarkeModet.

All those that do not comply with the established requirements, shall be rejected, returned or, if applicable, used for charitable purposes. These may also be drawn among all Employees.

## Transparency and Good Governance

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### Relations with Public Administration

Employees in their relationship with Public Administration must maintain at all times a cordial and appropriate treatment, as well as refraining from offering any benefit that may compromise their honesty and objectivity.

It is strictly prohibited to offer either directly or indirectly any amount of money, perk, product, service, benefit, invitation or gift. It is mandatory to avoid any act of corruption or that may be interpreted as such.

Employees shall not be able to carry out nor offer, directly or indirectly, any type of payment in cash, in kind, or any other direct or indirect benefit to any person that is at the service of a public or semi-public company or any public entity with the intention of illegally obtaining or maintaining businesses or advantages.

## Transparency and Good Governance

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### Money Laundering and Financing of Terrorism

In order to avoid and prevent money laundering and financing of activities considered criminal or illicit, every Company must monitor and take measure on those cases or situations that may contain indications of lack of integrity from people or entities which there will be or there already is a relationship with of any kind, either clients, suppliers, or partners.

Payments in cash, in *bearer* checks as well as those that result unusual depending the nature of the operation are prohibited.

## Transparency and Good Governance

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### Transparency and Financial Integrity

ClarkeModet is committed to the strict compliance of the tax and accounting legislations, ensuring the duly payment of taxes, fees and public prices.

Every Company issues invoices to clients according to their internal policies and applicable legislation respecting the principles of free competition.

Likewise, it is committed to verifying that all economic operations that are generated are registered according to the established accounting regulations or policies and to not consent nor authorize registrations of false or misleading entries.

Employees that are involved in activities related to the direct management of cash, checks, transfers, etc. must sharpen their diligence and care in the management of these resources, establishing the necessary internal controls and permanently overseeing the ethical management of the operations carried out.

## Transparency and Good Governance

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### Industrial and Intellectual Property Rights

Employees acknowledge that the ownership of industrial and intellectual property rights that result from projects and jobs (ideas and inventions, computer programs, documents, reports, designs, photographs, etc.) developed in the environment of the work relationship, belong to ClarkeModet or, as the case may be, to its clients and suppliers.

ClarkeModet prohibits any action that may involve a violation of industrial and intellectual property rights both from all Companies and third parties. Therefore, Employees must ensure that the results of their activity do not violate the rights of third parties, guarantee their originality and avoid potential conflicts that undermine the prestige and reputation of ClarkeModet.

Likewise, they are required not to carry out unfair acts or behaviors, such as using information from other companies, whether they are competitors or not, and to always act under the criteria of fair competition, respecting the deontological rules of the trade and those established in the market.

## Transparency and Good Governance

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### Deontological Rules

ClarkeModet demands that its Employees strictly observe the applicable ethical and deontological rules, and always act in an objective and independent manner.

The execution of entrusted jobs must be carried out diligently and professionally, faithfully informing customers on the situation of managed matters, avoiding conflicts of interest and behaviors that may damage the Good name and reputation of ClarkeModet.

### Current Legislation and Regulation

ClarkeModet requires that its Employees always observe and comply the current legislation during the development of their professional activity, regardless of their application environment and rank.

Likewise, Employees are required to always comply with the current internal regulation of each Company.





# Sustainability

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ClarkeModet has incorporated into its business strategy its commitment to the global challenge of a more sustainable future, integrating ESG aspects (environmental, social and governance) into the business model, in order to contribute to sustainable development.

The values and objectives of ClarkeModet are aligned with SDGs approved by the United Nations in 2015.

Therefore, ClarkeModet aligns the impact that the Group's actions may have in its environment, while ensuring business continuity.

A black and white photograph of a hand inserting a key into a door lock. The lock is a standard cylindrical lock on a door. The hand is on the right side of the frame, and the key is being turned into the lock. The background is slightly blurred, showing the texture of the door.

# Protection of Information

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## Privileged Information and Confidentiality

ClarkeModet and its Employees rigorously maintain confidentiality on all “confidential information” which they have access to, whatever its type is, both from every Company as well as third parties such as internal processes, methodologies, client lists, prices, delivered services or jobs carries out or information acquired in the development of their work activities.

## Safety of Information

ClarkeModet is loyal to its commitment to the protection of confidentiality, integrity and availability of information it manages. Therefore, it has an information security management system that guarantees its safeguarding.

Likewise, it encourages an information security culture in all Employees.



## Protection of Information

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### Protection of Personal Data

Compliance with the legislation regulating data protection of a personal nature is another one of the commitments of ClarkeModet.

Employees must always comply, and respect technical and organizational measures set forth in the applicable legislation of Personal Data Protection, with respect to all personal data they manage or those they have access to in the development of their job among which are those from clients, suppliers, partners, and each Company's own employees.



# Internal Relationships at ClarkeModet

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Employees must, at all times:

- encourage a work environment based on respect and trust
- maintain loyalty to ClarkeModet
- respect established guidelines and directives
- comply with rigor and righteousness the obligations from their position or role
- guide their work towards the achievement of ClarkeModet’s objectives
- execute instructions from their superiors with a positive and cooperative attitude
- show sense of responsibility
- act in a collaborative manner
- share their knowledge, skills, experience and talent





## Internal Relationships at ClarkeModet

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Relationships within each Company are made based on respect and trust, promoting a teamwork environment, where collaboration and mutual support are fundamental.

All team managers must guarantee a good work environment, treating the members of their teams under equality conditions, refraining from creating discriminating, coercive, harrassive or abusive situations.

Likewise, those Employees with positions of responsibility must not use their position to grant special advantages to people, teams or groups in exchange of personal benefits.



# Relationships with Third Parties

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## Clients

All processes by ClarkeModet are guided towards excellence, and are based on transparency, quality, innovation, communication, proactivity and personalized assistance principles.

Knowledge of our clients is one of the key factors in value creation, which allows us to establish long-term relationships in order to satisfy both present and future needs.

## Relationships with Third Parties

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### Suppliers

ClarkeModet has selection and approval processes for Suppliers based on objectivity, impartiality, quality and suitability criteria, avoiding any conflict of interest.

To guarantee the compliance of our own ethical principles, suppliers are required to be committed to acting with respect for behavior and value patterns established in this Code, as well as the applicable legislation.



## Relationships with Third Parties

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### Fair Competition

ClarkeModet respects and encourages free competition and concurrence. It does not allow for the proposition or signing of agreements with competitors to manipulate or establish the prices of services in the market nor to establish a market sharing or distribution to the detriment of clients.

ClarkeModet prohibits any behavior directed towards obtaining industrial, commercial or any other type of secrets from competitors, through offering a financial consideration, services, or any other benefit.

It also does not allow the disclosure of denigrating information of the competition.

# Ethical Channel

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Every Company has a communication channel, *Ethical Channel*, to be able to raise questions related to the ethics and compliance with the applicable regulation, as well as report irregularities that have been detected.

This channel is not only for internal use, but rather it is also open to third parties through the website [www.clarkemodet.com](http://www.clarkemodet.com)





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# Validity, Follow-Up and Control

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The contents of this Code shall come into force as of its communication, and its validity Will be maintained until it is replaced by a new versión.





[www.clarkemodet.com](http://www.clarkemodet.com)

# Code of Ethics

October 13th, 2022