

**CODE OF
ETHICS AND
CONDUCT**

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1. INTRODUCTION

1.1. Purpose

- The purpose of this Code is to set forth the principles that should guide the conduct of JOMIPSA employees in the performance of their duties and in their commercial and professional relations, in accordance with the laws of each country and with due regard for the ethical principles of their respective cultures.
- This Code highlights the firm commitment made by JOMIPSA to good corporate governance, transparency and social responsibility.

1.2. Scope of application

This Code applies to all directors, departments and all internal or external employees working for JOMIPSA, regardless of their geographical location.

1.3. Validity

This Code will come into effect the day after its approval by the Board.



2. OUR VALUES AND ETHICAL PRINCIPLES

The ethical values and basic principles that should be embedded in the corporate behaviour of the people whom this Code is applicable to are:

- **Respect for legislation:** JOMIPSA's business and professional activities strictly comply with current legislation in all the locations in which we operate.
- **Integrity:** Keep an impeccable behaviour, necessarily aligned with honesty and rectitude, avoiding all types of corruption and respecting the specific circumstances and needs of all the subjects involved in JOMIPSA's business and professional activities. We promote strict consistency between corporate practices and our values.
- **Transparency:** Deliver appropriate and faithfully information regarding our management. Broadcast appropriate and faithfully information regarding our management. Clear internal and external communication.
- **Responsibility:** Accept our responsibilities and act in accordance to them, committing all our efforts to reach the goal.
- **Safety:** Provide optimal health and safety work conditions. We demand a high level of safety in processes, facilities and services, taking special interest in protecting employees, suppliers, clients and local environment, and we share this action principle with all the Company.
- **Respect for human rights:** All of Jomipsa's actions and those of its employees will strictly respect Human Rights and Public Liberties included in the Universal Declaration of Human Rights.



3. CODE OF ETHICS AND CONDUCT

These ethical values constitute the frame of reference that must guide the basic conduct of all employees as they meet the responsibilities of the workplace in accordance with the principles of loyalty to the Company, good faith, integrity and respect for the law and ethical principles. These values shall serve as the basis for the conduct that shall apply to all employees equally.

This Code is not aimed at covering every possible situation that may arise in the professional scope, but is designed to establish minimum conduct guidelines that should guide the actions of all employees in the course of their work. All Jomipsa employees are required to comply with the conduct presented in this Code.

3.1. RELATIONS WITH AND AMONG EMPLOYEES

3.1.1. Human rights and public liberties

Jomipsa has a firm commitment to respect human rights, the preservation of the natural environment and the collaboration with the development and wellbeing of the communities the Company works with. These actions define Jomipsa's responsibility towards society.

Jomipsa supports and respects the human rights and public liberties proclaimed in the Universal Declaration of Human Rights, and in the core international conventions on human rights. The principles established in these agreements are included in all Company policies. The priority of this commitment is the respect of human dignity.

In addition, Jomipsa will provide training plans for its employees relating to human rights as well as provide support tools for disseminating the knowledge and protection of these rights.

All Jomipsa employees shall support this commitment, carrying out their duties with total respect for human rights and civil liberties.

3.1.2. Abolition of child labour

Jomipsa will not tolerate child labour.

Jomipsa will not employ child labour or use any product or service resulting thereof in its business. The Company shall ensure compliance with the International Labour Organization (ILO) provisions on child labour.

Jomipsa requires that all workers and suppliers strictly comply with this principle.

3.1.3. Equal opportunity and non-discrimination

All employees shall enjoy equal opportunities in the development of their professional career. Jomipsa understands that the professional growth of its employees is intimately linked to the development of each individual. As a result, Jomipsa shall invest in promoting continuous improvement and professional development for all employees, fostering a zero tolerance policy towards discrimination and any conduct implying mobbing in the work environment. Promotion shall be awarded on the basis of merit, ability and the performance of tasks and duties.

Jomipsa employees shall be treated fairly and respectfully by their superiors, subordinates and colleagues, and provided with a comfortable, healthy and safe work environment, free from offensive behaviour, harassment or discrimination on the basis of race, religion, political or trade union ideals, nationality, language, sex, marital status, social condition, age, disability or sexual orientation.

The Company will not tolerate acts of sexual harassment, abuse of authority, offense or any other form of aggression or hostility that creates a climate of intimidation.

3.1.4. Private and confidential information

Jomipsa understands that information is one of its prime assets, essential for managing its activities. All information owned or safeguarded by Jomipsa that is of a non-public nature is considered to be private and confidential. All employees are required to maintain confidentiality regarding any sensitive information to which they have access as a consequence of the performance of their professional activities.

Furthermore, employees shall not make fraudulent use of such information and shall avoid personally benefiting from an opportunity about which they became aware as a result of their work.

To disclose and use confidential information for personal purposes constitutes a failure to act loyally towards Jomipsa, both when carried out without prior authorization as well as when used for one's own benefit.

3.1.5. Personal data protection

Jomipsa encourages the implementation of new technologies and understands the effects arising from an inappropriate use thereof.

The Company takes special care to ensure the right to privacy, protecting the personal data entrusted by customers, suppliers, employees, institutions and the public in general. Jomipsa employees shall not disclose personal data obtained from customers, suppliers, employees, public administrations and the public in general so that, in accordance with applicable laws, the privacy and confidence given to the Company by these sources is ensured.

Jomipsa and all employees will observe the rules on the protection of personal data set out in international laws and agreements. To that effect, no personal data will be collected, processed, stored, preserved, communicated or used in a manner that contravenes those rules and the legitimate rights of the owners of such data will be respected.

3.1.6. Occupational health and safety

Jomipsa is firmly committed to providing a safe and stable environment for its employees and to constantly update its occupational health and safety measures. In addition, it fully complies with prevailing legislation in all the countries in which it operates.

All employees are duty bound to be aware of and comply with health and safety protection rules. Employees shall make responsible use of the equipment placed at their disposal when performing dangerous activities. Employees shall share their knowledge with co-workers and subordinates to promote compliance with risk mitigation practices.

3.1.7. Promotion of work/life balance

Jomipsa will promote an environment that allows work/life balance.

Jomipsa values the benefits for employees and the Company of encouraging a balance between professional and personal responsibilities, and consequently commits to promote measures that help workers obtain this balance.

3.2. COMMITMENT WITH THIRD PARTIES AND WITH THE MARKET

3.2.1 Fair competition and protection of competition

Jomipsa commits to competing fairly in the market, encouraging free competition in the interest of consumers and users, while always following applicable legislation.

Jomipsa employees will not make misleading claims regarding their business activity and will avoid any conduct that constitutes or could constitute an abuse or illegal restriction on the competition.

3.2.2 Presents, gifts and courtesies

Jomipsa employees, regardless of their position in the Company, shall not accept gifts, courtesies, services or any other favour from any person or institution that could undermine their objectivity or influence a commercial, professional or administrative relationship.

Furthermore, and without prejudice to the terms laid down in the section “Measures against bribery and corruption,” Jomipsa employees shall not, directly or indirectly, offer gifts, services or any other favour to customers, partners or any other person or institution that has or may have relationships with the Company, if its purpose is to improperly influence those relationships.

For the purpose of this Code, permitted gifts or courtesies must comply with the following conditions:

- when permitted by the applicable laws of each country, by the ethical principles of their respective cultures and by internal regulations; and
- they are not contrary to the values of ethics and transparency adopted by Jomipsa; and
- do not jeopardize the image of the Company; and
- they are given or received by reason of a commercial practice or as a generally accepted courtesy social use, or they consist of objects or courtesies with a symbolic or economically irrelevant value.

Gifts or courtesies offered to, or received by, employees that do not fulfil the requirements outlined in this Code and which are, therefore, not permitted, shall be rejected or returned, provided it would not constitute a serious affront to the offerer, in which case Management should be informed.

3.2.3. Use and protection of assets

Jomipsa provides its employees the necessary resources to carry out their responsibilities and facilitates the means for protection and safekeeping of the Company's assets.

Jomipsa employees shall not use Company resources for personal use and/or engage in activities that are not directly related with the interest of the Company, and they shall likewise be responsible for protecting those assets with which they have been entrusted.

Jomipsa employees shall likewise not remove or deliberately consent to third parties removing Company assets such as goods, effects and other assets of any kind (movable or immovable, tangible or intangible and the documents or legal instruments which reflect the ownership or other rights on such assets), which have been entrusted to them by reason of their position.

3.2.4. Conflict of interests

Jomipsa recognizes and respects the involvement of its employees in financial and business activities other than those they develop for the Company, provided they are legal and do not clash with their responsibilities as employees.

Jomipsa employees shall avoid situations that could give rise to a conflict between their personal interests and those of the Company; they shall refrain from representing the Company and intervening in or influencing any decision in any situation in which, directly or indirectly, they or the persons related with them, have a personal interest.

When carrying out their responsibilities, employees shall always act loyally and in defence of the interests of Jomipsa. Furthermore, employees may not perform tasks, work or provide services identical to those provided in Jomipsa for companies that develop activities that may compete directly or indirectly with Jomipsa.

When faced with a potential conflict of interest, Jomipsa employees shall notify their department leader, before undertaking the operation or concluding the business in question, in order to take the appropriate decisions in each specific circumstance, and thus avoid the possibility of compromising their impartiality.

3.2.5. Information transparency, value creation and Corporate Governance

Jomipsa considers transparency in information as a basic principle that should govern corporate activities. Jomipsa commits that all information reported is true and complete, accurately reflects its financial situation and the results of its operations and is communicated on schedule and in compliance with the terms and requirements set out in the principles of good governance that the Company has assumed.

This principle of transparency and truthfulness of the information will also apply to internal communications.

Jomipsa employees are committed to truthfully report internal and external information. In no event shall they issue incorrect, incomplete or inexact information, or information which could confuse the person who receives it.

Jomipsa's entrepreneurial action and strategic decisions will focus on creating value for its shareholders, transparency in its management, the adoption of best corporate governance practices in the Company and the strict observance of all applicable rules.

3.2.6. Relations with customers

Jomipsa assumes, leads and drives the commitment with Total Quality and Food Safety providing the resources necessary to achieve excellence and the suitable measures to ensure that all employees apply its quality policy.

Jomipsa employees shall act with integrity with the Company's clients, pursuing top levels in quality, service excellence and developing long-term relationships based on trust and mutual respect.

3.2.7. Relations with partners

Jomipsa will establish a relationship of collaboration with its joint venture partners, based on trust, transparency in information and the sharing of knowledge, experiences and skills in order to reach common goals and for the mutual benefit of both parties. Jomipsa employees shall be committed to apply the same ethical principles, of respect, favourable environment and teamwork, as if the partners were internal employees.

Jomipsa will inform partners of this Code of Ethics and Conduct in order to ensure the better implementation of the principles contained herein.

3.2.8. Relations with suppliers

The process of selecting suppliers will be carried out fairly and objectively. Jomipsa employees should apply criteria of quality, food safety and cost in those processes, avoiding the collision of personal interests with those of the Company.

Jomipsa will inform suppliers of this Code of Ethics and Conduct in order to ensure the better implementation of the principles contained herein.

3.2.9. Relations with governments and authorities – legality

Jomipsa declares its political neutrality and agrees to faithfully and respectfully comply with all legal obligations to which it is subject in any country where it does business.

Jomipsa employees shall comply strictly with the laws of the country or countries in each case, avoiding any conduct that even without breaking the law may damage the reputation of the Company before the community, the country's government and other bodies, and produce adverse consequences for their business and / or image.

Employees will not knowingly collaborate with third parties in actions that result in the infringement of any law or engage in activities that undermine the respect for the rule of law.

Employees shall act honestly and with integrity in all their contacts or transactions with the authorities and employees of the governments and administrations, ensuring that any information and certifications they present, as well as declarations that they make, are true, clear and complete.

Furthermore, Jomipsa employees shall not obstruct any requests for information or any other function carried out by public officials in the legitimate exercise of their duties, provided that the requests are covered by and conform to applicable laws.

In particular, employees will comply with enforceable administrative and judicial resolutions, which affect Jomipsa, except when their enforcement is legally stayed.



3.2.10. Measures against bribery and corruption

Jomipsa employees shall not directly or indirectly offer any cash payment, payment in kind or any other benefit, to any individual or legal entity at the service of any authority, public or private entity, political party or candidates to public offices, with the intention of illegally obtaining or maintaining business or any other benefits.

Jomipsa employees shall not directly or indirectly offer any cash payment, payment in kind or any other benefit, to any individual or legal entity when they have information that all or part of the payment whether in cash or in kind will be offered or handed over, directly or indirectly, to some authority, public or private entity, political party or candidates to public offices, with any of the intentions set forth in the preceding paragraphs.

Jomipsa employees shall not make payments in cash or anything of value to facilitate or speed up procedures, regardless of the amount, in exchange for ensuring or facilitating the course of a procedure or action before any judicial body, public administration or official organism.

In addition to the consequences of the violation of this Code, set out in section 4, breach of the provisions laid down in this section may cause a considerable damage to the reputation and good name of Jomipsa.

3.2.11. Money laundering and irregularities in payments

To prevent and avoid money laundering from criminal or illegal activities, in addition to their duty to comply with applicable legal provisions, Jomipsa employees shall devote special attention to those cases that show signs of lack of integrity of persons or entities with whom business is carried out.

3.2.12. Financial records

All of Jomipsa's transactions shall be clearly and accurately reflected in the Company's systems and files. In particular, Jomipsa employees will refrain from:

- Keeping a record of transactions in non-accounting media not recorded in official books;
- Failing to record operations or misrepresenting them;
- Recording non-existing expenses, revenue, assets or liabilities;
- Booking entries in accounting books with an incorrect indication of their purpose;
- Using false documents; and
- Deliberately destroying accounting documents before the statutory legal term.



3.3. COMMITMENTS WITH THE COMMUNITY

3.3.1. Safety and environment protection

Jomipsa is committed to carrying out its activities in a manner that results in a minimum negative impact on the environment and achieves a high level of safety in its processes, facilities and services necessary to protect its employees, suppliers, clients and local environment. Jomipsa's Environmental Policy emanates from this commitment.

One of the fundamental principles is that of prevention through the identification and management of environmental risks. To achieve these goals, Jomipsa sponsors training in environmental protection for all its employees, especially those involved in the management and maintenance of the facilities and those who are directly engaged with our clients, stakeholders, suppliers and contractors.

It is the duty of all employees, regardless of their geographic location, to ensure their own safety and that of others and protect the environment by complying fully with the prevention measures that have been prescribed in each case.

All employees should be aware of the safety and environmental effects of the products and processes they handle. Special attention should be paid to the consumption, use and handling of these products to ensure that they can be used in a safe manner without harmful effects on health throughout their life cycle.



3.3.2. Donations and social improvement projects

In its commitment to the progress and welfare of the communities with which it interacts, Jomipsa contributes actively to their development through donations and social and cultural improvement projects.

In line with this commitment and with its values of transparency and integrity, any donation that is made by Jomipsa shall:

- a) Obtain all internal and external approvals that may be needed.
- b) Be granted to reputable entities of good character and which have the organizational structure to guarantee effective administration of the resources.
- c) Be accurately reflected in the Company's accounting books and records, in accordance with the provisions set out in the section 3.2.12.
- d) Not be used as a subterfuge for an illegal payment or bribery.

Donations shall not be made to any political party or in favour of their representatives, except in the cases set out in applicable legislation.

4. NON-COMPLIANCE WITH THE CODE

The ethical values set out in this Code provide the basis of Jomipsa's commitments to shareholders, partners, clients, suppliers, employees and the society. Jomipsa will promote compliance with this Code through its dissemination, by providing employees with specific training and implementing a system of supervision and compliance.

Jomipsa employees may notify their Area leader of any non-compliance or breach of the conducts included in this document. Furthermore, employees may contact the Audit Committee using the Ethics Hotline (see section 4.1), created to monitor the implementation and observance of this Code. Jomipsa will not tolerate any kind of action being taken against employees who report allegations of non-compliance in good faith, and will punish any non-compliance or breach that constitutes a labour offence under the law, without prejudice to any other liabilities that may be incurred.

4.1. Ethics hotline

The Ethics Hotline can be used to make queries and request advice regarding applicable policies and legislation concerning financial and economic issues linked to potential frauds. The hotline may also be used to report potential violations of Jomipsa's Code of Ethics and Conduct.

The Ethics Hotline guarantees confidentiality when processing all reports, and undertakes to comprehensively analyse potential breaches of this Code with the utmost respect for the rights of any person presumed implied in the case.



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