



Grupo  
**fedola**

**NEW COMPETITION POLICY**

GRUPO FEDOLA

GF-JURIDICO

## COMPETITION POLICY

### VERSION CONTROL

VERSION	DATE	RESPONSIBLE	COMMENTS
1.0	06/11/2024	Criminal Compliance	Scope and content

*The following is a translation of this policy provided for informational purposes only. In the event of any discrepancy or inconsistency, the Spanish version shall prevail and be considered the sole legally valid and binding text.*

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The Board of Directors of **Grupo Fedola** is entrusted with the authority to design, assess, and permanently review the governance and sustainability system and, specifically, to approve and update corporate policies, which contain the guidelines governing the actions of the companies integrated into the Group.

## **1. PURPOSE**

The purpose of this policy is to establish guidelines for action to prevent all members of the management team and professionals of the companies belonging to the Group, as well as third parties who interact with them, from engaging in anti-competitive conduct, thereby guaranteeing the protection of fair and effective competition in those markets in which the Group operates; promoting the establishment of a culture of compliance, safeguarding the Group's reputation, and defending the values incorporated into the **Code of Ethics**.

## **2. SCOPE OF APPLICATION**

This policy applies to all companies that form part of the Group and over which it has effective control, within the legally established limits.

For the purposes of this policy, **Grupo Fedola** or **the Group** shall be understood as all the companies that form part of it and to which this policy shall apply:

**GRUPO FEDOLA, S.L.; PREFABRICADOS TEIDE, S.L.; FERRETERIA HERMANOS LÓPEZ ARVELO, S.L.U.; OFISABEL, S.L.U.; MASQUECARPAS, S.L.U.; FEDOLA, S.L.U.; BROKER FEDOLA CORREDURÍA DE SEGUROS, S.L.U.; PRICEMESA, S.L.U.; GF-TIC, S.L.U.; CAMULSE, S.L.U.; EXPLOTACIONES SANTONEL, S.L.; FELAHOTEL, S.L.; COSTA ADEJE GRAN HOTEL, S.L.; ISABEL FAMILY HOTEL, S.L.U.; NOELIA PLAYA, S.L.U.**

## **3. APPLICABLE REGULATIONS**

- **Spanish Constitution**
- **Organic Law 10/1995, of 23 November, on the Criminal Code**
- **Law 15/2007, of 3 July, on the Defence of Competition**
- **Law 3/1991, of 10 January, on Unfair Competition**
- **Law 1/2019, of 20 February, on Trade Secrets**

## 4. COMMITMENTS

The **basic principles of action** on which this policy is based are:

- a) to comply with the applicable regulations in the performance of the Group's professional activities, avoiding behaviour that may be considered restrictive of competition.
- b) not to enter into agreements, decisions, or practices regarded as anti-competitive with competitors and to interact with them only where there is an objective reason justifying this and provided that no doubts arise from the perspective of competition law.
- c) to promote and support open competition in relations with clients, business partners, and suppliers, never discussing with them matters that may result in anti-competitive arrangements.
- d) not to engage in misleading advertising or transmit or omit information that does not reflect the reality of the goods and services of the Group companies and that may mislead, nor make statements about a competitor's activity, products, or services that may damage its reputation in the market.
- e) to treat commercially sensitive information confidentially from a competition law perspective, and to respect the trade secrets of third parties and any information of a sensitive nature, complying with the legally established requirements, as well as current rules on data protection and privacy.
- f) to treat commercially sensitive information confidentially from a competition law perspective, and to respect the trade secrets of third parties and any information of a sensitive nature, complying with the legally established requirements, as well as current rules on data protection and privacy.
- g) to cooperate with maximum transparency with national, European Union, and international competition authorities in any type of proceedings.
- h) to cooperate in good faith and proactively with investigations and audits that are carried out, as well as to fulfil the duty to report any suspicion or breach of ethical principles or applicable regulations that may result in criminal penalties.

## 5. PROHIBITED CONDUCT

### 5.1. Collusive conduct

Any agreement, decision or collective recommendation, or concerted or knowingly parallel practice, which has as its object, produces, or may produce the effect of preventing, restricting, or distorting competition in all or part of the national market is prohibited and, in particular, those consisting of:

- **Directly or indirectly fixing prices or other commercial or service conditions.**
- **Limiting or controlling production, distribution, technical development, or investment.**
- **Sharing the market or sources of supply.**
- **Applying unequal conditions to equivalent commercial or service relationships, thereby placing some competitors at a disadvantage compared with others.**
- **Making the conclusion of contracts subject to the acceptance of supplementary obligations which, by their nature or according to commercial usage, have no connection with the subject matter of such contracts.**

The prohibition in this section shall not apply to agreements, decisions, recommendations, and practices that contribute to improving the production or marketing and distribution of goods and services or to promoting technical or economic progress, provided that they allow consumers and/or users a fair share of the resulting benefits, do not impose on the undertakings concerned restrictions that are not indispensable for the attainment of those objectives, and do not afford participating undertakings the possibility of eliminating competition in respect of a substantial part of the products or services in question. Nor shall it apply in the case of agreements, decisions, collective recommendations, or concerted practices that comply with the provisions established in **EU Regulations** relating to the application of **Article 81(3) of the EC Treaty** to certain categories of agreements, decisions of associations of undertakings, and concerted practices, even where the corresponding conduct may not affect trade between **EU Member States**.

## **5.2. Abuse of Dominant Position**

The exploitation by one or more undertakings of their dominant position in all or part of the national market is prohibited, consisting of:

- **Directly or indirectly imposing unfair prices or other unfair commercial or service conditions.**
- **Limiting production, distribution, or technical development to the unjustified detriment of undertakings or consumers.**
- **Unjustifiably refusing to meet requests to purchase products or provide services.**
- **Applying unequal conditions to equivalent commercial or service relationships, thereby placing some competitors at a disadvantage compared with others.**

- **Making the conclusion of contracts subject to the acceptance of supplementary obligations which, by their nature or according to commercial usage, have no connection with the subject matter of such contracts.**

The prohibition in this section shall apply in cases where the dominant position in the market of one or more undertakings has been established by legal provision.

### **5.3. Distortion of free competition through unfair acts**

Acts of **unfair competition** which, by distorting free competition, affect the public interest are prohibited.

## **6. REVIEW**

**Criminal Compliance** shall periodically review the content of the policy, ensuring that it reflects the recommendations and best practices in force at any given time, and shall propose to the **Board of Directors** such amendments and updates as contribute to its development and continuous improvement, taking into account, where appropriate, the suggestions and proposals made by the professionals of the Group companies.

## **7. REPORTING NON-COMPLIANCE AND DISCIPLINARY REGIME**

If any employee of the Group companies becomes aware of, or has reasonable suspicions regarding, any form of non-compliance, they must report it immediately through the channel enabled in **Grupo Fedola's internal information system**. This channel is managed privately and in absolute confidence.

**Grupo Fedola** shall not tolerate any retaliation against anyone who, in good faith, reports facts that may constitute a breach of this policy or of any other policy in force within the company.

Non-compliance with this policy shall be considered a breach of the Group's internal rules and may be subject to disciplinary measures.

Likewise, the Group companies reserve the right to adopt such measures as they deem appropriate against business partners who fail to comply with it.

**Grupo Fedola** considers compliance with this policy to be the responsibility of all staff.

## **8. COMMUNICATION AND DISSEMINATION OF THE POLICY**

Employees are informed of the existence of this policy through internal communication instruments.

The policy is available to all stakeholders in the corporate App, as well as in the **Transparency Portal**.