moventia

Code of Ethics

Code of Ethics			
Version nº:	04	**Effective date:**	October 2025
Issued by:	Compliance Committee		
Approved by:	Board of Directors		
Recipients and signatures:	All members of MOVENTIA.		
Relation to other internal documentation:	Compliance Policy Ethics Channel Use Policy		

CONTENTS

1. Corporate message 4

2. Purpose 5

3. General principles 6

4. Scope of application 8

4.1. With third parties 8

4.2. Towards society 10

5. Compliance 11

5.1. Compliance Committee 11

5.2. Ethics Channel 12

5.3. Internal investigations 13

5.4. Non-compliance with the Code of Ethics 13

6. Duties of the members of MOVENTIA 13

7. Application of the Code of Ethics to third parties 14

8. Conflicts of interest 14

9. Confidentiality and Protection of Personal Data 15

10. Professionalism in the performance of duties 16

11. Adherence 16

12. Effective Date and Duration 17

Approval date: July 2017

Edit date 1: September 2017

Edit date 2: July 2018

Edit date 3: July 2025

1. Corporate message

This Code of Ethics is the fundamental basis of good corporate governance for all businesses and activities promoted by the MOVENTIA Group, its public and private mobility divisions MOVENTIS and MOVENTO, and all companies within the group's structure. This Code embodies the values of everyone who makes up MOVENTIA, at all levels of responsibility, with the aim of embedding them as standard practices and behaviours. All employees and external partners must adhere to the Code in the performance of their duties.

The Code of Ethics governs our relationships with internal and external clients, as an expression of our corporate Mission, Vision and Values.

MOVENTIA's Code of Ethics constitutes our commitment to the principles of business ethics and transparency in all areas of actuation, establishing a set of principles and guidelines aimed at ensuring the ethical and responsible conduct of all MOVENTIA professionals and all its business areas in the course of their work.

Furthermore, the Code of Ethics has been drawn up taking into account the generally recognised recommendations on good governance in national and international markets, as well as the principles of social responsibility, and serves as a fundamental reference for MOVENTIA to follow.

It also addresses the obligations regarding the prevention of criminal offences imposed in the context of the criminal liability of legal persons.

The Code of Ethics forms part of MOVENTIA's corporate governance system and is fully consistent with the established principles of corporate organisation.

Under no circumstances does the belief that one is acting in MOVENTIA's best interests justify behaviour contrary to these principles.

For all these reasons, compliance with the provisions of this Code of Ethics must be regarded as an essential requirement for the fulfilment of the contractual obligations of all MOVENTIA managers, employees and collaborators.

Kind regards,

Josep Maria Martí Escursell

President

2. Purpose

The Code of Ethics of MOVENTIA (hereinafter "**MOVENTIA**" or the "**Company**") aims to enhance public confidence in our integrity and to strengthen our reputation as a leading and socially responsible group.

Throughout this document, references to MOVENTIA shall be understood to refer indiscriminately to all the companies comprising the group, both those under its corporate parent company ("Marfina, S.L.") and those under its public and private mobility divisions "MOVENTIS" and "MOVENTO", as well as the parent companies of those divisions ("Transgrup XXI, S.L.U." and "Cargrup XXI, S.L.U.").

The Code of Ethics is inspired by ethics, legality and justice, and sets out MOVENTIA's principles and values, establishing guidelines for the conduct of MOVENTIA's staff in the performance of their duties in relation to stakeholders.

The principles of this Code of Ethics apply to everyone associated with MOVENTIA, whether through an employment relationship, as a member of its governing bodies, or as an external partner involved in projects carried out in collaboration with MOVENTIA.

The Company's Board of Directors has approved MOVENTIA's Mission, Vision and Values. Far from being a mere statement of principles, its content guides the day-to-day activities of all MOVENTIA companies and shapes its strategy and all its actions.

Professional conduct in accordance with the principles contained in MOVENTIA's Mission, Vision and Values—which inspire and are embodied in the corporate policies, the Code of Ethics and the other rules of the corporate governance system—is the best guarantee of our commitment to creating value for the areas in which MOVENTIA operates and for the Company's shareholders.

At MOVENTIA, we have a Compliance Committee, an executive collegiate body whose mission is to promote the application of the Code of Ethics and ensure compliance with it, as well as an Ethics Channel through which all persons subject to compliance with this Code of Ethics may report:

- Any breach of the Code of Ethics or of any other internal regulations, processes and controls that form part of the Compliance System.
- Any breach of applicable criminal law.
- Any incident that could pose a risk to MOVENTIA's reputation.

In addition, there is a disciplinary system in place to impose appropriate sanctions for breaches of these regulations and/or MOVENTIA's Compliance System.

3. General principles

These general principles are based on the company's Mission, Vision and Values, and guide the conduct of everyone at MOVENTIA.

Our Mission and Vision:

To meet the mobility needs of individuals and organisations by offering a comprehensive range of transport and automotive experiences that anticipate changing habits, based on innovative and sustainable technologies.

Our Values:

- **Trust**
  MOVENTIA enjoys the trust of its teams to ensure the best possible service for its key stakeholders: employees, customers, local authorities and other public bodies, etc.

- **Innovation**
  MOVENTIA is committed to constantly seeking the best alternatives for sustainable, effective, efficient and safe mobility, providing the necessary resources to deliver the best possible response to market expectations.

- **Sustainability**
  MOVENTIA has implemented a robust management model that is committed to and respectful of its surroundings and the environment, based on certified quality systems, which facilitates the achievement of the highest levels of excellence.

- **Xisp@**
  At MOVENTIA, our talent is enriched by the charisma, dedication, curiosity, proactivity and commitment of all our staff, ensuring the highest levels of customer satisfaction.

- **Honesty**
  Honesty, as the cornerstone of MOVENTIA's values, is understood as a commitment to truth in relation to the world, facts and people, ensuring the integrity and transparency of its activities in all areas in which it operates.

- **Commitment**

At MOVENTIA, we are committed to the community around us and respond to its needs in a responsible and direct manner.

- **Personal integrity**
  MOVENTIA is committed to fostering a positive working environment and guarantees the physical and moral well-being of its employees, working conditions that respect individual dignity, standards of behaviour consistent with good manners, and a safe and healthy working environment. Furthermore, it takes steps to ensure that no incidents of intimidation or harassment occur in the workplace.

  MOVENTIA will not tolerate any form of abusive, hostile or offensive behaviour, whether verbal or physical. In any event, should any form of abusive behaviour occur, MOVENTIA will ensure that it is dealt with appropriately.

- **The value of human resources**
  MOVENTIA safeguards and promotes the value of its human resources with the aim of enhancing and developing the skills and competitiveness of every professional and/or employee at MOVENTIA.

- **Maintaining personal and professional**
  MOVENTIA will ensure a healthy work-life balance for its employees, as it recognises the benefits that such a balance brings to both staff and the company itself.

- **Occupational risk prevention**
  MOVENTIA is committed to providing its employees with a safe and stable working environment. To this end, it will ensure that all members of the organisation are trained in occupational health and safety.

  It is also committed to updating its occupational health and safety measures, as well as strictly complying with the relevant regulations in this area wherever it carries out its activities.

  Furthermore, employees are responsible for ensuring strict compliance with health and safety regulations. They must also make responsible use of the equipment assigned to them when carrying out high-risk activities and share their knowledge with colleagues, promoting compliance with risk prevention practices.

  To this end, this Code of Ethics makes it clear that the following is strictly prohibited:

- The possession, use, purchase, sale, attempted sale, distribution or manufacture of illegal drugs in the workplace, as well as the consumption of alcohol, illegal drugs and the misuse of prescription medicines whilst carrying out work-related activities.
- The concealment of workplace accidents or very serious incidents and the falsification of safety records.

4. Scope of application

The principles and guidelines for conduct set out in the Code of Ethics apply to all MOVENTIA professionals, regardless of their position in the hierarchy, their geographical or functional location, or the company for which they work.

For the purposes of the Code of Ethics, MOVENTIA professionals are defined as the directors and employees of all the companies and entities that form part of MOVENTIA, as well as any other persons whose activities are expressly subject to the Code of Ethics.

Those MOVENTIA professionals who, in the performance of their duties, manage or lead teams of people must also ensure that the professionals directly under their supervision are familiar with and comply with the Code of Ethics, and lead by example, serving as role models for conduct within MOVENTIA.

At MOVENTIA we are committed to ensuring that the following guidelines are followed in relation to each stakeholder group:

4.1. With third parties

- **Non-discrimination**
  MOVENTIA promotes equal opportunities by applying objective and transparent criteria in the workplace.

- **Respect**
  Employees' conduct must be guided by honesty and mutual respect. Every member of the organisation, and particularly those in leadership roles, must take responsibility for their own actions and those of their colleagues.

- **Professional development**
  As employees, we must participate in the continuous training policy, in accordance with the needs of the Company, to enable the fullest development of our skills and

attitudes, being proactive and taking part in forums and discussions related to our work.

- **Confidentiality**
  All professionals must ensure that the necessary safeguards are in place to protect people's privacy and confidentiality.

- **Responsibility**
  As professionals, we have a duty to act with due competence and expertise, guiding our actions in accordance with ethical principles. Technology must be used responsibly and in an appropriate way to the activities for which it is intended.

- **Legality**
  All MOVENTIA staff are required to comply with and observe current legislation, regardless of their position or area of responsibility, in the performance of their respective duties and activities.

  The executives of MOVENTIA must be particularly familiar with the legislation affecting their respective areas of activity, ensuring that their employees receive adequate training that enables them to understand, respect, comply with, and enforce this legislation; perform their duties with integrity; and treat professionally everyone who interacts with the Group's companies, ensuring they are treated fairly and based on objective and transparent management criteria.

- **Quality**
  We must provide a comprehensive, high-quality service, ensuring that we fulfil our obligations to our clients and users, and responding promptly and responsibly to their needs.

- **Efficiency**
  The decisions we make must always be based on professional and ethical criteria, whilst always striving for the greatest possible efficiency in our work and, consequently, the optimal use of the resources available.

- **Credibly**
  We must build relationships based on trust in the course of our work, honouring the commitments we have made and working efficiently. We must approach our duties with enthusiasm, taking a positive view of the situations we face.

- **Communication**

Communication and advice regarding benefits and services will be truthful, comprehensive, accurate and reliable.

- **Responsible management and opposition to corrupt practices**
  We regard suppliers as an essential part of our organisation in delivering effective, high-quality services. We value companies that have established policies on quality, the environment, compliance with labour laws, gender equality and social inclusion.

  Through this Code of Ethics, MOVENTIA makes clear its absolute rejection of any practices linked to corruption in its dealings with the various public authorities.

- **Conflicts of interest**
  We refuse to accept or offer any gift, favour or service on preferential terms that goes beyond customary, social or courtesy practices. Should there be any doubt as to whether a gift should be accepted, the matter must be brought to the attention of the Compliance Committee.

  MOVENTIA employees must act with integrity and must not participate in or be involved in negotiations with suppliers where a conflict of interest may arise. It is incompatible to be both an employee and a supplier of MOVENTIA at the same time.

  Should a conflict of interest arise that could affect your professional objectivity, you must bring this to the attention of your line managers and, where appropriate, the Company's Management.

4.2. Towards society

- **Collaboration**
  The professional relationships we maintain with other companies and public authorities must be conducted in an atmosphere of the utmost respect and cooperation, ensuring that the resources we manage are utilised to their full potential and, consequently, generate the maximum added value for the Company.

- **Corporate Social Responsibility**
  We regard Corporate Social Responsibility as an integral part of our business activities, and it is embedded in both our corporate strategies and our internal policies and procedures.

Our aim is to create economic, social and environmental value for the various stakeholders with whom we interact.

All of us at MOVENTIA must adopt an environmentally conscious approach in all our actions, decisions and work procedures, avoiding unnecessary consumption and ensuring the reuse and recycling of consumables.

At MOVENTIA, we are committed to complying with competition law, avoiding any practices that limit or restrict it.

MOVENTIA, and each of its members, shall ensure that accurate information is provided in the Company's promotional activities, and shall not provide false information to our clients that could mislead them.

Through this Code of Ethics, the following are categorically rejected:

- Any form of misleading advertising.
- Discovering, disclosing, passing on or disseminating any of MOVENTIA's secrets.
- Offering, receiving, soliciting or accepting any unjustified benefit or advantage of any kind in commercial dealings.
- Using violence, threats or deception to attempt to influence the prices that would otherwise result from free competition between products and goods.

MOVENTIA is committed to the quality of its services and provides its employees with the necessary resources to implement the most appropriate quality management systems.

5. Compliance

5.1. Compliance Committee

The compliance function at MOVENTIA falls primarily to the Compliance Committee, a body that acts on behalf of all Group companies, without prejudice to the duties inherent to the respective governing bodies and senior management.

In any event, every member of MOVENTIA is equally responsible for compliance and must communicate its requirements to the staff under their supervision and/or colleagues.

MOVENTIA's Compliance Committee is the internal body responsible for supervising the operation and compliance of the Compliance System, promoting its improvement and reporting to the Board of Directors and Senior Management of MARFINA, as the parent company of the business group. It is a body endowed with:

- Independence.
- Authority.
- Appropriate competence
- Direct and immediate access to the relevant governing bodies.

Specifically, the Compliance Committee comprises individuals who hold the following positions at group level:

- Human Resources Department.
- Legal Services Department.
- Finance Department.
- IT Department.

MOVENTIA members should contact the Compliance Committee if they are unsure how to proceed, or to report any relevant information or suggestions for improvement via the Ethics Channel.

5.2. Ethics Channel

MOVENTIA has set up an Ethics Channel through which you can report:

- Any breach of the Code of Ethics or of any other internal regulations, processes and controls that form part of the Compliance System.
- Any breach of applicable criminal law.
- Any incident that could pose a risk to MOVENTIA's reputation.

MOVENTIA's Ethics Channel is a dedicated platform accessible via the corporate website: https://moventia.edenuncias.com/

It is a completely confidential channel, and we guarantee that anyone who reports a breach will not face any reprisals, provided they act in good faith.

The Ethics Channel Policy can be found on the corporate website.

5.3. Internal investigations

The receipt of a substantiated complaint will give rise to an internal investigation, which will be conducted with full respect for the rights and guarantees that the Constitution and the applicable legal framework recognize for employees.

5.4. Non-compliance with the Code of Ethics

Any breach of our Code of Ethics affects us all. Violations of the Code may not only cause financial harm to MOVENTIA, but also damage its reputation, which is a highly valuable intangible asset built up over many years.

If, as a result of an internal investigation, it is established that a breach of the Code of Ethics has occurred, MOVENTIA will impose sanctions, proportionate to the seriousness of the offence, on the person directly responsible and on those who, having a duty to prevent the breach, failed to do so. Sanctions will also be imposed, in a proportionate manner, on those who, being aware of the existence of breaches, failed to report them.

6. Duties of the members of MOVENTIA

In general, and without prejudice to the provisions of subsequent articles, professionals and contributors must:

- Refrain from any conduct that contravenes the rules set out in this Code of Ethics.
- Promptly report any knowledge of potential breaches of the Code of Ethics to the Compliance Committee via the Ethics Channel established for this purpose. All staff and/or contractors have a duty to report directly to the Compliance Committee any cases or conduct contrary to this Code of Ethics. If a staff member or contractor believes they are being pressured by their superior to engage in unethical or illegal conduct or acts, they must report this immediately to the Compliance Committee.
- All activities carried out within the Company must be conducted with the utmost diligence and professional rigour.
- Perform their duties in accordance with their skills and assigned responsibilities, safeguarding, at all times, the Company's reputation and good name.
- It is the responsibility of every employee and/or contractor to be familiar with the regulations in force relating to their duties, to recognise potential risks and to seek advice from the Company's Compliance Committee when they deem it appropriate.
- Any form of promotion must be based on the principles of merit and ability as defined in the job requirements, ensuring equal opportunities and fostering a culture based on merit.

7. Application of the Code of Ethics to third parties

All the Company's employees and/or contractors, in accordance with their respective roles and responsibilities, are responsible for:

- Provide adequate information on the obligations set out in the Code of Ethics;
- Ensure compliance with the obligations relating to their activities;
- Take the necessary internal and/or external measures in the event of non-compliance by third parties with the obligations of the Code of Ethics;
- Develop appropriate policies and/or procedures to ensure compliance with the Code of Ethics in its dealings with such third parties.

8. Conflicts of interest

All operations and activities must be carried out exclusively in the interests of the Company, in a lawful, transparent and fair manner.

MOVENTIA's professionals and/or associates must avoid any situations or activities that may give rise to a conflict of interest with the Company or that may interfere with their ability to act and make decisions impartially.

A conflict of interest is understood to be any situation, circumstance or relationship – whether actual, potential or apparent – in which the personal, professional, family or financial interests of professionals and/or collaborators may conflict, directly or indirectly, with the legitimate interests of MOVENTIA, thereby affecting their independence of judgement, objectivity or loyalty to the Company.

By way of example, the following situations, amongst others, may constitute conflicts of interest:

- Personal or family involvement in companies that are suppliers, competitors or clients of MOVENTIA.
- The use of confidential information obtained in the course of one's duties for one's own benefit or that of third parties.
- Engaging in external professional or commercial activities that interfere with one's responsibilities within MOVENTIA.
- Accepting unauthorised gifts, favours or personal benefits that could influence professional decisions.

All professionals and/or collaborators are required to avoid conflicts of interest between their professional, personal and family activities. Notwithstanding the above, it is essential to identify and report in advance any situation that could give rise to a conflict of interest.

Therefore, any circumstance that may constitute a conflict of interest must be reported immediately to the Compliance Committee through the channels established for this purpose. Reporting such a matter does not necessarily imply a breach but rather fulfils the duty of transparency and loyalty.

9. Confidentiality and Protection of Personal Data

All employees, managers, department heads, professionals and/or collaborators are obliged to maintain the strictest confidentiality regarding all information relating to MOVENTIA of which they become aware in the course of their work. The aim is to prevent the disclosure of confidential information, as well as any other information whose disclosure could cause harm to the Company.

In the course of their duties, professionals must report to and obtain prior authorisation from their line manager regarding any requests received for the disclosure of information relating to the Company and/or its employees, and must not comply with such requests without first obtaining the relevant authorisation.

All information, data or documents made available to staff for the performance of their duties, and in general all confidential information, is the exclusive property of MOVENTIA and its business divisions or of third parties with whom MOVENTIA has entered into the relevant agreements permitting the use of or access to such information.

It is therefore prohibited to disclose such information without the express authorisation of the Company, or to use it for personal gain. MOVENTIA, its professionals, as well as other external collaborators and partners, undertake to respect, at all times, the provisions contained in the GDPR (General Data Protection Regulation).

Under no circumstances may a breach of this Code of Ethics and/or the GDPR be justified on the grounds of securing commercial advantages or profits for the Company.

10. Professionalism in the performance of duties

MOVENTIA's governing and management bodies must set an example through their conduct and uphold high standards in compliance with this Code and other ethical and regulatory standards.

The Company's employees and associates, both internal and external, must also promote proper conduct in business dealings and in relations with public authorities, regardless of the market or the scale of the business.

11. Adherence

This Code of Ethics and the rules contained therein apply to all MOVENTIA professionals and associates. All MOVENTIA staff must be made aware of the existence of this Code of Ethics, which is available for consultation at any time via the Company's website. Furthermore, MOVENTIA's management will ensure that each and every employee reads and understands the content of this document and expressly undertakes to comply with it.

Likewise, when a new employee joins any MOVENTIA company or branch, they will be provided with our Code of Ethics and must sign to confirm that they have read, understood and agreed to comply with it. This document will be attached to their personnel file.

Any queries regarding the interpretation or application of this Code of Ethics should be referred to the Compliance Committee.

No one, regardless of their position, may ask an employee to contravene the provisions of this Code. No employee may justify improper conduct by citing an order from a superior or ignorance of our Code of Ethics.

The Company shall also establish the necessary mechanisms to ensure adherence to the standards contained in this Code of Ethics by all current and future professionals and collaborators, as well as the dissemination of the Code to Suppliers, Business Partners and third parties.

MOVENTIA guarantees and reserves the right to update the rules set out in this document in accordance with the circumstances and the prevailing economic and social conditions at any given time.

12. Effective Date and Duration

This Code of Ethics entered into force on 1 September 2017, without prejudice to the various amendments it has undergone since its adoption and/or may undergo in the future.

Accordingly, this Code of Ethics applies from the moment it is reliably communicated to all those subject to its provisions.

The specific responsibility for ensuring compliance with this Code and for promoting its adaptation and revision in accordance with any needs that may arise lies with MOVENTIA's Compliance Committee, which, to this end, must propose to the Board of Directors any amendments that may be necessary.

***