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1. Identification

1.1. Purpose

The purpose of this regulation is to implement points 3.3.3.2 and 3.3.4 of the *Abertis Group Corruption Prevention* regulation to govern the management of sponsorships and patronage.

1.2. Scope

This regulation is of mandatory application to the directors and employees of Abertis Infraestructuras, S.A., hereinafter the "Affected Persons". It also applies to all other Abertis Group stakeholders and associates.

1.3. Scope of distribution

This regulation is distributed to all corporation employees.

2. Definitions

Patronage: participation by Abertis Infraestructuras in activities of general interest in favour of non-profit entities, listed in Law 49/2002 of 23 December on taxation for non-profit entities and tax incentives for patronage, and under the conditions established in the Patronage law.

Sponsorship: means through which an organisation relates itself to its stakeholders by establishing an agreement through which the sponsored party, in exchange for a financial contribution or contribution in kind from the sponsor, undertakes in good faith to carry out an activity of a social nature (in a broad sense); for example, activities related to culture, welfare, improvement of quality of life, generation of knowledge, etc.

Sponsorship actions have a material impact on third parties and result in improvements derived from the achievement of the social purpose pursued by the sponsored projects, providing the sponsor with greater social recognition which enhances its corporate reputation and emotional capital among its stakeholders, in addition to improving the management of its intangible assets.

Associates: the Rules of Conduct (RIC) defines associates as:

- i) Spouses or partners, except when only private assets are affected.
- ii) Dependent children.
- iii) Other relatives who are dependent or are living in the same residence at least one year prior to the operation.



- iv) Companies or legal entities in which they hold executive status or are responsible for the management, or which have been created for their benefit or have economic interests equivalent to their own, or in which they have effective control in the terms established in the Stock Market Act (Ley del mercado de valores).
- v) Intermediaries or persons with whom they act in collusion.

3. Implementation

3.1. Preliminary considerations

Appropriate management of sponsorship and patronage is key to preventing the risk of corruption in Abertis.

3.2. Guiding principles

- All sponsorship or patronage contracts must be:
 - Channelled through the Corporate Reputation and Communication area,
 - Aligned with the *Corporate Social Responsibility Policy* of the Abertis Group, and,
 - Formalised by the Legal Department.
- Sponsorship or patronage can not be given in favour of:
 - Political parties.
 - Foundations or entities linked to political parties or dependent on them, except when the projects presented for funding are aligned with the *Corporate Social Responsibility Policy* of the Abertis Group.
 - Entities whose tax or social domicile is located in tax havens.
 - Entities that were constituted no more than 1 year ago.
 - Entities whose administrative bodies contain persons subject to any of the following impediments:
 - Having worked in the public sector in a senior position for 2 years on the date of request for sponsorship or patronage.
 - Being involved in a judicial proceeding or having been convicted for money laundering, corruption, bribery or infractions against the Tax Administration and the Social Security Administration.
 - Events or entities of a sporting nature, except those events whose objectives are mainly social and not merely sporting.



- The use of Abertis Group trademarks through sponsorship or patronage must be in accordance with the Group's trademark use policy.
- Entities requesting sponsorships or patronages for an amount equal to or less than €10,000 must complete the Request for Sponsorship/Patronage form for projects below €10,000.
- The entities requesting sponsorships or patronages for an amount exceeding €10,000 must complete the Request for Sponsorship/Patronage form for projects over €10,000.
- All sponsorship or patronage must be formalised by the Corporation's Legal Department. Sponsorship or patronage must be made public in those cases in which it is given in favour of foundations or entities linked to political parties or dependent on them for an amount equal to or greater than €120,000.

3.3. Responsibilities

3.3.1. Sponsorship Committee

This shall consist of at least the following:

- (i) a representative of the Corporate Reputation and Communication Department;
- (ii) a representative from the Compliance Department.

Its purpose is to:

1. Ensure compliance with this regulation.
2. Have the Committee members approve or reject the *Sponsorship/Patronage Request* form.

3.3.2. Legal Department

- Formalise sponsorship or patronage contracts/agreements.

3.3.3. General Corporate Secretariat

- Place on the public record those patronage agreements in favour of foundations or entities linked to political parties or dependent on them for an amount equal to or greater than €120,000.

3.3.4. Corporate Reputation and Communication Department



- Monitor compliance with the agreements established for sponsorship or patronage.

3.4. Supervisory measures

- *Sponsorship/Patronage Request* forms aimed at ensuring that the applicants comply with the guiding principles of this regulation.
- *Authorisation/Rejection of Sponsorship/Patronage Request* by the Sponsorship Committee.
- Monitoring of compliance with the clauses of the sponsorship or patronage agreement.

4. Filing

All related supporting documentation must be filed by the departments responsible in electronic format for a minimum period of 10 years. In any event, the file must guarantee the integrity, correct reading, and appropriate storage and location of the data, and that it cannot be tampered with.

5. Referenced documents

- Abertis Group Corruption Prevention Regulation
- Sponsorship/Patronage Request form for projects under €10,000
- Sponsorship/Patronage Request form for projects over €10,000
- Sponsorship/Patronage Request form
- Authorisation/Rejection of Sponsorship/Patronage Request

6. Record of changes

Ver.	Date	Changes	Sections affected
1.0	16/07/2018	First draft of the document	All.

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