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## 1. Identification

### 1.1. Purpose

The purpose of this regulation is to implement the *Abertis Group Prevention of Corruption* regulation and establish behavioural guidelines for the exercise of advocacy lobby activities, when they are exercised on behalf of, and for the benefit of, Abertis Group companies.

### 1.2. Scope

This regulation is of mandatory application for the directors, employees and lobby service suppliers of Abertis Infraestructuras, S.A., hereinafter, the "Affected Persons".

### 1.3. Scope of distribution

This regulation is distributed to all corporation employees.

## 2. Definitions

**Lobbying** (according to the definition of the Non-Governmental Organisation Transparency International (hereinafter, TI)): any direct or indirect communication with public agents, public decision-makers or political representatives in order to contribute to the best public decision-making, carried out by or on behalf of an organised group of a private or non-governmental nature.

**Lobbyists:** (according to the TI definition): intermediaries promoting interests (professional lobbyists), private-sector representatives dedicated to this task via their companies (in-house lobbyists), public relations consultants, NGO representatives, corporations, industrial and professional associations, unions, think tanks and law firms.



### 3. Implementation

#### 3.1. Preliminary considerations

Abertis Infraestructuras, S.A. (hereinafter, Abertis) considers it crucial to act in a responsible and transparent manner in order to generate trust among its public and private stakeholders. As such, it tries to find the best economic, technical, environmental and legal solutions for the development of infrastructures based on dialogue and collaboration with different parties. All this has the purpose of offering greater legal security, protecting general interests and also anticipating and adapting to the needs of the public and private sector through innovation, efficiency and continuous improvement.

#### 3.2. Guiding principles

The Affected Persons which this regulation concerns may carry out lobbying activities to convey, in a clear, truthful and accurate way, the interests of Abertis Group companies to the public sector (international, national and/or regional/autonomous community) in a transparent, honest and comprehensive manner, always in compliance with this regulation and with:

- The Abertis Group Code of Ethics.
- *Corporate Reputation Policy* of the Abertis Group.
- *Abertis Group Corruption Prevention Regulation*.
- *Abertis Group Institutional Courtesies Regulation*.
- All applicable legislation.
- Public sector codes of conduct, when they exist, for the exercise of lobbying activities.

They shall also respect the socially accepted uses and customs of the place in which the lobbying activity is carried out.

In all cases, all Affected Persons must avoid placing persons belonging to the legislative, executive or judicial power or political parties – hereinafter, the public sector – in situations of conflicts of interest, regardless of the contractual relationship that links them with the public sector. Likewise, this situation should also be avoided in relation to former members of the public sector (hereinafter, former members) during the 18 months subsequent to leaving their position, as a general rule, although adapting in each case to the time and requirements specified by the applicable legislation.

#### 3.3. Manner in which lobbying may be carried out

The Affected Persons may carry out lobbying activities on behalf of and for the benefit of the Abertis Group companies, in compliance with the guiding principles set forth in this regulation.



Lobbying activities may take any of the following forms:

1. Direct or indirect communication, by any means or form, with members or former members of the public sector to defend the infrastructure sector in any project that aims to amend international, national or regional/autonomous community legislation, as well as in any proposal for or modification of a government contract or act.
2. Belonging to associations, corporations, foundations, chambers of commerce, NGOs, trade unions, think tanks or any other influential organisation in which members or former members of the public sector participate and which have the purpose of defending the infrastructure sector in any project that aims to amend international, national or regional/autonomous community legislation, as well as in any proposal for or modification of a government contract or act.
3. Contracting entities that provide lobbying services, be they professional lobbyists, public relations consultants or law firms.

### **3.4. Responsibilities of the Affected Persons**

The Affected Persons to which this regulation refers must perform at least the following actions:

- Disseminate this regulation to: (i) Abertis Group stakeholders; (ii) the other entities that carry out lobbying activities (and which are not Abertis suppliers) when the Affected Persons are part of these entities; (iii) the other Abertis Group companies.
- Register with the relevant private/public institution when carrying out lobbying activities and when required by the applicable legislation.
- Adhere to the codes of conduct of private or public institutions when so requested, and when these do not contradict the guiding principles of this regulation.
- Save electronically on the Corporate Intranet, in the collaborative environments section of International Affairs (hereinafter, the IA Site), all the documents exchanged, the data and the decisions taken.
- When the lobbying has been carried out in the manner described in point 2 of section 3.3 of this regulation, attach it electronically to the "List of organisations that collaborate with Abertis", available on the IA Site.



- When the lobbying has been carried out in the manner described in point 3 of section 3.3 of this regulation, attach it electronically to the “List of lobbying services provided for Abertis”, also available on the IA Site, attaching the lobbying services contract as a PDF document.
- Inform the different stakeholders when they require information, within a reasonable period of time and in a clear, truthful and accurate manner. However, if the information to be transmitted may violate the applicable legislation and/or involve the transmission of confidential information, the Affected Persons may reserve the right not to comply with the request, informing the stakeholder that it has been denied. The information provided or the refusal to provide information must be recorded in the IA Site.
- Immediately terminate contracts for the provision of lobbying services and/or cease to belong to associations, foundations, NGOs, corporations or chambers of commerce if they have received a known criminal conviction through a final judgement issued by the relevant courts, whether pertaining to the entities themselves and/or individuals that are part of their management bodies and have not been relieved of their duties after issuance of the final judgement.

### **3.5. Supervisory measures**

The supervisory measures for the exercise of lobbying activities are as follows:

- The directors and the CEO of Abertis must inform the Board of Directors of Abertis Infraestructuras, S.A. of the start of any of the types of lobbying activities described in this regulation, as well as their evolution and outcome. All this must be recorded in the corresponding minutes of the Board of Directors.
- The Abertis directors who are part of the Steering Committee of the Abertis Group must inform this Committee of the start of any of the types of lobbying activity, exercised directly by any member of the Abertis management team or through the employees belonging to their department, as well as the evolution and outcome of such activity. All this must be recorded in the corresponding minutes of the Group's Steering Committee.
- All other Abertis employees (including directors of Abertis not belonging to the Steering Committee) must inform their superiors electronically of the evolution and outcome of such activity, as well as provide minutes of all meetings held, which must contain at least the following: purpose of the meeting, date, time, place and positions of the attendees, which must be stored electronically on the IA Site.



- When the Affected Persons contract suppliers that provide lobbying services or are members of associations, foundations, NGOs, corporations or chambers of commerce, it will be necessary to request and verify the following information:
  - Their code of conduct, which must be aligned with this regulation.
  - Registration before the relevant institution, if required by the applicable legislation.
  - The name and positions of the members that make up the administrative body.

### 3.6. Transitional rules

All lobbying activities being carried out before the date of publication this regulation must be communicated electronically via the IA Site.

## 4. Filing

All related supporting documentation must be filed 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 *Code of Ethics*.
- *Corporate Reputation Policy* of the Abertis Group.
- *Abertis Group Corruption Prevention Regulation*.
- Abertis Group *Institutional Courtesies Regulation*.

## 6. Record of changes

Ver.	Date	Changes	Sections affected
1.0	12/12/2016	First draft of the document	All.

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