

1. OBJECTIVE

FLoene Energia, S.A. (FLOENE) is aware of its corporate responsibilities and therefore the regulation of its business activity is based on the principles of loyalty, correctness, honesty, transparency and integrity, in full respect of the law and the international best practices that apply to the company.

The perpetrator of a corrupt practice is one who engages in conduct capable of constituting a corrupt practice, directly or through an intermediary with the consent or ratification of the former, by giving or promising to give to a national citizen or a foreign national, or to the holder of an identification and/or travel document issued by an international organization, or to the holder of a national or foreign political post, or to any person acting on behalf of or in the interests of another and with the knowledge of the latter, any kind of undue advantage with a view to obtaining or maintaining a business deal, contract or other advantage in national or international trade.

FLOENE prohibits any offers, payments or promise of payments, as well as the receipt of presents, from a state body or civil servant, or the authorization of any one of its employees to give or pay, directly or indirectly, any amount in cash or in kind for the purpose of obtaining an advantage in national or international trade. Practices of this kind are classified as corrupt practices.

The following are considered active or passive corrupt practices:
to influence by act or by omission the actions of a state body or civil servant in breach of the law with a view to obtaining an advantage;
to inducing a state body or civil servant to exercise influence over a decision in any public act.

These general prohibitions are not limited to payments in cash, but include benefits in the form of presents, expenses or charges paid for receptions, meals, trips, excursions or shows offered to customer, suppliers or any other persons, including family members, or to state or private bodies with which FLOENE has a relationship, contributions in the shape of donations or sponsorships, and the creation of employment relationships at FLOENE or at any of its subsidiaries, or investment opportunities in the commercial activities of third parties.

As such acts are ethically reprehensible and repudiated, FLOENE considers that corrupt practices must be prohibited in all their active or passive forms, including even frustrated attempts, whether by act or omission or by way of the creation or continuation of privileged or irregular situations.

FLOENE therefore believes that it has a duty to undertake a commitment to foster, on an ongoing basis, full respect for the provisions of the general and specific legislation applicable to the fight against corruption, namely Articles 335, 368, 372 to 374-B and 375 to 377 of the Criminal Code by way of Law 20/2008 of 21 April (Legislation on corruption in international trade and in the private sector) and Law 36/94 of 29 September (Measures to combat corruption and economic and financial crime), as well as for those contained in various other regulatory and legislative instruments, and to consider such provisions directly applicable to FLOENE and its subsidiaries companies, to company bodies and to employees, customers and suppliers, as a management priority and fundamental pillar in consolidating the core values and principles of FLOENE.



2. SCOPE OF APPLICATION

The FLOENE Anti-Corruption Policy applies to all the companies held directly or indirectly by FLOENE, and included within this scope are all the companies in which operational management or control is held directly or indirectly by FLOENE, without prejudice to any other applicable legal or regulatory provisions. It also applies to all the employees of these companies, particularly those who, owing to the duties they perform, are obliged to foster the adoption of measures aimed at the recognition and implementation of this policy within these companies, and also – with all the necessary changes – to any permanent or occasional employees, employees' family members, agents, external auditors and any other persons who render services to them on a ongoing or sporadic basis.

In this sense, the concept of “employee” must be taken to include all the members of the company boards, managers and employees of FLOENE.

“Customers” shall be understood to mean the individuals or companies to whom the companies held by FLOENE

supply their products or render their services.

“Suppliers” shall be understood to mean the individuals or companies who supply products or render services to the companies held by FLOENE; the concept includes intermediaries, agents, subcontractors and consultants, among others.

“Stakeholders” shall be understood to mean individuals or companies with whom the companies held by FLOENE interact in the course of their corporate, institutional and citizenship activities, including customers, suppliers, employees, shareholders, investors, state authorities and other bodies, and representatives of the community with whom the subsidiaries of FLOENE interact in Portugal or abroad.

3. COMMITMENTS

Within the scope of its business activity, FLOENE, as a whole, including its subsidiaries and its employees individually, undertake to:

Conduct the business and corporate activities of FLOENE and its subsidiaries within a framework of transparency, correctness, professionalism, rigour and good faith, and in full respect for competition laws.

FLOENE considers that corrupt practices must be prohibited, in all their active and passive forms, including even a frustrated attempt, whether by act or omission or by way of the creation and continuation of privileged or irregular situations.

Through its employees, FLOENE cooperates fully and actively with national and foreign administrative and governmental bodies and authorities and its conduct is characterized by rigour, transparency, and frank cooperation; it fosters dialogue with the institutions and organizations of civil society and does not permit any false statements to be provided to the authorities, or any inducement to or favoring of such statements.



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FLOENE ensures that accounts are prepared in accordance with national and international accounting standards and that accounting and financial information is compiled on a periodic basis within the established timeframes, keeping up-to-date accounting records which accurately and correctly reflect the accounting and financial affairs of the company.

FLOENE respects market criteria and does not foster or participate in any kind of activity capable of breaching the fundamental rules of ethics or of competition with a view to obtaining an edge over its competitors.

FLOENE and its subsidiaries will require all national and foreign bodies who wish to enter into contracts, protocols, memoranda or other instruments aimed at establishing commercial relationships or professional cooperation, to accept and comply with this policy .

In the pursuit of their professional activities as representatives of FLOENE, employees must observe the principles of loyalty, rigour, transparency, probity, diligence, efficiency and market openness, and all of their actions, operations and negotiations must be guided by the principles of integrity and transparency of information, by the legitimacy of the form and substance of their acts, and by the clarity and veracity of their supporting documents, all in accordance with the existing internal rules and procedures and with the required professional dedication and thoroughness.

4. REPORTING SYSTEM

The occurrence of any situation which constitutes a breach of the provisions of this policy must be communicated immediately to the line manager of the area in which the situation took place, who is in turn responsible for reporting it to the Ethics Committee of Galp Gás Natural Distribuição, S.A. with a view to analyzing the situation and, as the case may be, introducing any measures which may be deemed applicable

5. MONITORING COMPLIANCE WITH THE POLICY

FLOENE guarantees the availability of this policy to all its employees, including those who are employed by its subsidiaries, who must comply fully and without exception with its provisions. The Ethics and Conduct Committee of Galp Gás Natural Distribuição, S.A. will be responsible for ensuring the implementation of this policy and for its interpretation and clarification in the event of any ambiguity or omissions.

All FLOENE employees, customers and suppliers may refer any queries they may have or may request explanations from or report any occurrence or irregular situation which may be in breach of the terms of this policy to this Committee.

6. BREACH

Article 7, 8 and 9 of Law 20/2008, of 21 April (General legislation on corruption in international trade and the private sector) provides that active corruption which causes damage to international trade



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and any active or passive corruption in the private sector may result in varying terms of imprisonment and penalty payments¹.

For the purposes of the application of labor legislation, any deviation from compliance with the general rules of conduct established in this Anti-corruption policy is a serious offence liable to disciplinary proceedings.

Board of Directors

2019/04/04

¹ Article 7

Active corruption with an adverse effect on international trade

Any person who directly, or through an intermediary with the consent or ratification of the former, gives or promises to a national or foreign employee, or to an employee of an international organization, or the holder of a national or foreign political position, or to a third party with the knowledge of such persons, any undue advantage of any kind in order to obtain or maintain a business deal, contract or other undue advantage in international trade, shall be punished by a term of imprisonment of one to eight years.

Article 7

Passive corruption in the private sector

1 — Any private sector employee who directly, or through an intermediary with the consent or ratification of the former, requests or receives for himself or for a third party, any undue advantage of any kind, or a promise of any such advantage, in return for any act or omission whatsoever that would constitute a breach of the employee's operational duties, shall be punished by a term of imprisonment of up to two years or a penalty payment.

2 — If the act or omission referred to in the preceding paragraph is capable of bringing about a distortion of competition or financial damage to third parties, the perpetrator shall be punished by a term of imprisonment of up to five years or a penalty payment of up to 600 days.

Article 9

Active corruption in the private sector

1 — Any person who directly, or through an intermediary with the consent or ratification of the former, gives or promises to the person referred to in the preceding article, or to a third party with the knowledge of the former, any undue advantage of any kind in order to pursue the purpose indicated therein, shall be punished by a term of imprisonment of up to one year or a penalty payment.

2 — If the conduct referred to in the preceding paragraph seeks to bring about or is capable of bringing about a distortion of competition, the perpetrator shall be punished by a term of imprisonment of up to three years or a penalty payment.