

SUPPLIERS AND PROCUREMENT POLICY

Enerside Energy, S.A. ("Enerside") is a company committed to the continuous improvement of the company's internal processes, as well as to the social and environmental impacts that it generates, in all those areas and locations in which it has activity, presence and / or influence.

Enerside is a company whose economic activity focuses on the development, construction and operation of renewable electricity generation projects, mainly in South and Central America, the Caribbean and Spain. The operation is carried out directly by Enerside or by any company controlled by it in the different corporate forms legally in force ("Enerside Group"). In carrying out its activity, the Enerside Group engages with its own workers, local communities, suppliers, customers, business partners and other groups of interest. As a consequence of its business activity and its projects an impact is generated in the environment, both social, economic and environmental. One of the policy goals corporations is to improve these impacts.

The Corporate Policies contain the guidelines of good practices that govern the performance of Enerside and the companies that are part of the Enerside Group.

In application of the foregoing, the Board of Directors of Enerside is assigned the competence to design, evaluate and permanently review corporate governance and, specifically, to approve and update the Corporate Policies.

In accordance with the foregoing, and because Enerside has the will to comply with the current legislation, with the best international practices, social responsibility and correct corporate professional behavior, the Board of Directors has approved this Suppliers and Procurement Policy (the "Policy").

1. Purpose

The purpose of this Policy is based on the development and application of an integral and strict of the principles, values and obligations described in the Code of Ethics of the Company, in which sets out the performance criteria that should govern the relationships that Enerside establishes with its suppliers.

Since the purchasing activity constitutes one of the important functions of the company, due to its high economic, environmental and social impact, it is considered that this Policy is essential to maintain coherence and effectiveness in the principles of Enerside performance.

2. Scope of application

This Policy is applicable to all members of the management team and professionals of Enerside, the subsidiaries, branches and investee companies not integrated in Enerside on those that Enerside has effective control over.

In those subsidiaries in which Enerside does not hold a dominant position, Enerside will promote, through its representatives on its administrative bodies, the alignment of its policies with those of Enerside.

In addition, this Policy is also applicable, as appropriate, to joint ventures, temporary unions of companies and other equivalent associations, when Enerside assumes its management.

3. Basic principles of action

Enerside establishes the following basic principles of action so that the professional purchasing activity is carried out correctly, in accordance with the criteria and purposes of corporate interests:

- a) In all areas and levels of action, it will be necessary to strictly comply with the legislation and regulations in force
- b) Enerside's relationships with its suppliers must be based, at all times, on the criteria of integrity, confidentiality, honesty and transparency. Additionally, the people who carry out purchasing and supply functions must act in accordance with what is established in the Code of Ethics
- c) The action with the suppliers must be oriented in the long term, ensuring that the commitments acquired by the contracting parties are fulfilled and allowing the traceability of the purchasing process
- d) At the time of the evaluation, suppliers with a social function and / or who have a greater geographic proximity to Enerside's activities will be taken into account
- e) For the selection of suppliers, criteria of concurrency, objectivity, professionalism, transparency, sustainability and equal opportunities will be applied
- f) Suppliers will have to comply with the Anti-Corruption Policy established by Enerside, avoiding any practice of corruption, extortion or embezzlement
- g) The PURCHASING processes have to ensure the best market price, the quality of the service, in the best conditions and with the minimum environmental impact, preserving the safety and health of the workers and guaranteeing compliance with the Safety and Security Policy. Enerside Health
- h) The organization maintains a permanent commitment to the environment in each of its business processes according to its established Environmental Respect Policy
- i) The contracting of goods, products and services will be adjusted at all times to the criteria of necessity, suitability and cost containment
- j) The general conditions of the contracts must clearly state the suppliers' commitment to respect and act in accordance with the United Nations human rights guiding principles, the Code of Ethics established by Enerside and its Environmental Policy. Finally, the inclusion of abusive clauses or those that are contrary to good faith will not be admitted
- k) Enerside guarantees compliance with the European Data Protection Regulation (RGPD) 2016/679 and Organic Law 3/2018 on the Protection of Personal Data and guarantee of digital rights, as well as the rest of the applicable regulations on the matter in each jurisdiction that is present

4. Responsible Management

In order to offer the highest quality to our customers, it is essential to have a solid and reliable supplier registry, which allows us to achieve a high level of business performance. For this reason, Enerside's basic principles are concurrency, transparency, equality and non-discrimination, confidentiality, "best value for Money", zero tolerance for corruption and the commitment to establish a framework of collaboration and trust with Goods and service suppliers.

Along these lines, the relationship with suppliers has to be carried out on the basis that they are business partners of the organization and, therefore, the deal has to be between equals and within the current legal framework. At the same time, the organization prioritizes relationships with suppliers that include:

- a) Criteria for quality, sustainability and regulatory compliance
- b) Sufficient technical, organizational and risk control capacity
- c) Correct diligence in their activity regarding the protection of personal data
- d) The absence of relevant incidents that may affect their professional or commercial reputation
- e) The promotion of purchases from local suppliers and contractors to promote the development of the business fabric and the creation of employment in the localities of the environment with which it is related
- f) A Regulatory Compliance management system
- g) Diligence in their activity with respect to occupational risks, complying with Enerside's Health and Safety Policy

In addition, Enerside makes a firm commitment to the environment and responsible purchases, pursuing a management that minimizes the impact of its operations on the environment and preserves natural resources.

In this Purchasing Policy, Enerside includes the procedures for selecting suppliers and making purchases, seeking to avoid conflicts of interest and obtain mutual benefit, establishing itself in its ideology of remaining a responsible and sustainable company.

5. Commitment

To meet the objectives set, Enerside undertakes to:

- a) Select suppliers under clear procedures, objectively and with equal opportunities, avoiding favoritism that undermines free competition
- b) Not to be influenced by personal relationships or by the interest of employees when awarding or contracting a service. No Enerside employee will obtain any benefit from the award of a contract, prohibiting the acceptance of any object or incentive that may influence the objective criteria of hiring

- c) Select those suppliers' conditions which allow, by means of a contract, the punctual fulfillment of the previously established objectives, ensuring the conditions of sale in a timely manner
- d) Comply with the term and form of payment stipulated in the contract
- e) Assess those suppliers committed to compliance with current legislation, the Universal Declaration of Human Rights, the fundamental conventions of the International Labor Organization, the principles of the United Nations Global Compact and environmental protection
- f) Know the expectations and needs of the client to offer the highest quality in their processes and their final service
- g) Offer adequate communication that favors management, decision-making and the commercial relationship, promoting profitability for both parties
- h) Establish continuous improvement and evaluation mechanisms that help prevent risks, such as the evaluation of suppliers

On the other hand, Enerside expects its suppliers to:

- a) They commit to the objectives stipulated in the contract, complying with the agreed commitments in a timely manner
- b) They meet the highest quality standards in all products and services supplied, being these free of defects
- c) Comply with Enerside's Anti-Corruption Policy and contractual agreements, avoiding any practice of corruption, extortion or embezzlement
- d) Provide their employees with a safe work environment that protects the human rights of their employees and treats them with dignity and respect, without incurring in discriminatory practices, forced labor or child hiring, adopting the commitments established in local and state laws, as well as in the Universal Declaration of Human Rights, the fundamental conventions of the International Labor Organization and the principles of the United Nations Global Compact
- e) Be respectful with the environment, establishing means to avoid accidental leaks and emissions, in addition to using natural resources responsibly and economically, reducing energy consumption and greenhouse gas emissions
- f) Have in place an organization and management model for Regulatory Compliance following the guidelines determined in the fifth paragraph of article 31 bis of the Criminal Code in order to establish the appropriate measures for the prevention of crimes (including, among others, scams and fraud, punishable insolvencies, bribery, influence peddling, crimes against intellectual and industrial property, the market, consumers and corruption in business ...).
- g) Be aware of and accept the Quality and Environmental Policies, made available to all interested parties on the Enerside website, as well as its Code of Conduct, which describes the mission and vision of our organization and the values that they have to govern the daily activity of managers and employees
- h) Act in accordance with the Enerside Supplier Code of Ethics

According to the established basis, the supplier undertakes to resolve as soon as possible any goods and services supplied that do not comply with the one set out above. To verify that these requirements are met, Enerside will periodically evaluate its suppliers, reserving the right to carry out audits and inspections that ensure compliance with this policy, legal regulations and what is stipulated in the contract.

If the aforementioned principles are not met, Enerside will try to find solutions to remedy the situation. If a satisfactory agreement is not reached, the sanctions that are considered appropriate will be applied, and the contract with the supplier may be terminated.

Enerside will be receptive to any proposal that involves continuous improvement in its relationship with suppliers, understanding that this is a benefit for both parties.

6. Environment

Enerside is firmly committed to preserving the environment in all its activities, establishing sustainable environmental management, the promotion of a low-carbon economy and the conservation of ecosystems as fundamental objectives set forth in the Company's Policies. In this sense, in addition to the necessary strategic and management tools, Enerside has a Policy of Respect for the Environment that allows it to meet this commitment.

7. Procedures

The Purchasing Policy is complemented / reinforced by what is defined in the following Procedures, which include all the activities included in this process in its entirety:

- a) Supplier Approval and Evaluation Procedure, which will describe the process to be followed and what documentation will be required to approve any supplier, as well as how it will be periodically evaluated.
- b) Purchasing Procedure, which will fully understand the process to follow to make any purchase, depending on its type. This procedure will include:
 - How to make the selection of Suppliers to ask for an offer
 - How to make requests for offers
 - What will be the approval flow for the validation of purchase requests and the validation of final awards
 - What will be the process of purchasing supplies and control and management of stock in the warehouse
 - What will be the process of ordering, billing and payment

8. Control and evaluation

Application control of this Policy corresponds to the Technical Department.

Likewise, Enerside, through its Quality Committee, Sustainability Committee and Management Bodies, will periodically review the comprehensive management system, detect areas for improvement, and define and implement the action plan to meet the Environmental Objectives.

The evaluation of the application of this Policy corresponds to the Technical Department that, at least once a year, will evaluate the compliance and effectiveness of this Policy.

9. Validity

This Policy was approved by the Board of Directors of Enerside Energy, SA on September 3, 2021.

Tomàs Casanovas Martínez



p.p. OPEN LEARNING SPAIN, S.L.
Chairman of the Board

Joatham Grange



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