
ANEX I TO THE INTERNAL REGULATIONS OF THE IMB WHISTLEBLOWING CHANNEL REGULATIONS

Introduction.

The Whistleblowing Channel is a corporate instrument of Grupo Tubos Reunidos (hereinafter, the "Group" or "TR Group", indistinctly) to ensure legal compliance and respect for the rules of conduct and principles contained in the Code of Ethical Conduct.

The Management of Grupo Tubos Reunidos (hereinafter, the "Group" or "TR Group") has developed a set of regulations to ensure the proper functioning of the Group's Whistleblowing Channel and its predictability for any whistleblower.

1. Purposes.

The Regulations of the Whistleblowing Channel define the guidelines and the protocol to be followed by the Independent Monitoring Body (IMB) in the event of a Query or Complaint.

Thus, this Regulation:

- Delimits the scope of the Whistleblowing Channel, both objectively and subjectively.
- Provides guidelines for action in the event of a Complaint or Query, establishing an appropriate guide for the management of such complaints or queries in terms of their analysis, internal investigation and resolution.
- Provides the guidelines to be followed for the correct processing, investigation and resolution of the Complaints and Queries received.

2. Scope.

2.1. Objective Scope

The TR Whistleblowing Channel is an ethical mailbox or whistleblowing mechanism where:

- Any queries or suggestions may be made in relation to the interpretation of the Code of Ethical Conduct and/or the Crime Prevention Model, and
- Any suspicious fact, behaviour, action or activity within the organisation must be reported, regardless of the amount involved, which by its nature may constitute a crime that gives rise to criminal liability for legal entities (public or private corruption, accounting and tax offences, fraud, urban planning or environmental offences, etc.) and/or which, in general, may constitute a breach of the current Code of Ethical Conduct of Tubos Reunidos.

2.2. Subjective Scope

All directors, executives and employees of the TR Group may be the complainants or defendants in the TR Compliance Model. Likewise, suppliers or third parties with a direct relationship and legitimate commercial or professional interest may inform the IMB, by means of a report made in good faith through the whistleblowing channel, of any breach or unlawful acts of which they become aware that affect the TR Group and have been committed by TR directors, executives, employees or suppliers, or third parties with whom the TR Group has a direct commercial or professional relationship.

3. Whistleblowing Channel.

3.1. Complaints management

It is incumbent on the IMB to seriously consider all reports and complaints of potential violations of internal rules and/or the Criminal Code, and to ensure confidentiality and full investigation of allegations.

The members of the organisation must be informed by the IMB of the existence and purpose of the Whistleblowing Channel, how it works, the guarantees of confidentiality of the complainant's data and the guarantees that the subject of the whistleblowing will be informed of the existence of the complaint.

In order to provide greater agility, transparency and independence in the processing of possible queries and complaints sent to the established Whistleblowing Channel, the IMB will have only two recipients of messages, with permanent access to the mailbox of the e-mail address canaldedenuncias@tubosreunidos.com: the Chairman and the Secretary of the IMB. The mailbox will be checked by the Secretary on a daily basis.

3.2. Reporting of complaints

Complaints may be made in writing to the IMB via the following e-mail address: canaldedenuncias@tubosreunidos.com.

Within a maximum of 48 hours of receipt of the query or complaint, all members of the IMB shall have notice and access to the same through its Secretary.

All queries and complaints shall be duly dealt with, even when they have not been received through this formal channel. The complaint must indicate the criminal act or infringing behaviour reported, the reason for which it is considered anomalous or irregular (indicating, if known, the type of offence); the alleged perpetrators of the infringement or criminal act, and the background and evidence that may be provided.

To ensure the accuracy and integrity of complaints, anonymous complaints will generally be rejected. However, anonymous complaints that provide evidence of criminal acts within the scope of the TR Group will be processed by the IMB even if the complainant does not disclose his or her identity, as long as they are reasonably credible.

For the purposes of deciding whether to admit the complaint for processing, the IMB may, if it deems it appropriate, ask the complainant, if he/she has identified him/herself, to clarify or supplement the complaint, providing such documentation and/or data as may be necessary to prove the existence of an irregular conduct.

4. Processing of queries and complaints. Guarantees.

4.1 Admissibility

The IMB shall investigate all communications received, and shall take appropriate and proportionate steps for the verification of such communications. All members of the IMB shall be informed of the status and outcome of each investigation. The IMB shall guarantee the rights of the complainant and the subject of the complaint. During the processing, the IMB shall safeguard the personal privacy and the protection of personal data of the complainant, all information provided shall be protected and guarded throughout the process, and the defendant shall be informed of his or her rights regarding the investigation process.

In the case of a query or request for advice regarding the lawfulness of a certain practice or the interpretation of the Code of Conduct, the IMB shall meet and resolve the same as a matter of urgency.

The IMB will analyse and process queries and complaints that meet one of the characteristics indicated in section 7. above (i.e. the complainant identifies him/herself or provides credible evidence of a crime) as a matter of urgency, within a maximum period of one week from receipt.

In the event that the IMB considers that the queries or complaints do not meet the minimum requirements for processing, because they are manifestly untruthful, the facts reported do not constitute an offence or crime, or do not meet the minimum requirements for processing, they will be dropped.

Even if the complainant is unable to provide documents or other material support for the evidence at the time, the complaint may be considered to be made in good faith if it is made without manifest disregard for the truth and without intent to seek revenge, cause moral harassment, cause harm at work or work-related injury or injure the honour of the person reported or a third party.

A complainant is considered not to be acting in good faith when the author of the complaint is aware of the misrepresentation of the facts, or acts with manifest disregard for the truth. A strong indication of lack of good faith is the clear intention to take revenge, harass the person reported, damage his/her honour or harm him/her at work or professionally.

Disciplinary sanctions will be imposed on a bad faith complainant, regardless of the criminal and civil liabilities that may derive from his or her behaviour.

Complaints shall be registered by the secretary of the IMB, assigned a single reference code and included in a separate record sheet setting out the main aspects of the complaint. Such record sheet shall contain at least the following information:

- Ref. no.
- Complaint form:
- Date of complaint:
- Complainant:
- Defendant:
- Manager:
- Investigator:
- Description of the facts reported:
- Evidence provided:
- Company within the TR Group concerned:
- Date of opening of investigation:
- Investigation plan and measures:
- Date of hearing of the defendant:
- Date of submission of the report with investigation results:
- Investigation Findings:
- Type of offence (if applicable):
- Manager's proposed decision:
- IMB's Decision:
- Corrective or disciplinary action taken:
- Subsequent actions:

Complaints shall be kept only for the time necessary for their investigation and resolution, and the necessary measures shall be put in place to ensure that they may be accessed by unauthorised third parties. For statistical and preventive purposes, the content of complaints shall be kept without direct or indirect personal references.

The IMB may also conduct an investigation on its own initiative at any time, without having received a prior complaint. The Board of Directors may also directly initiate investigations in any sector of the TR Group's activity and/or order the IMB to carry them out. The IMB shall initiate an investigation when it becomes aware of facts or circumstances that may constitute a breach, even if they have not been the subject of a complaint.

4.2 Guarantees

When handling queries and complaints, the IMB should adopt the following measures to guarantee rights:

1) Prohibition of retaliation

Grupo Tubos Reunidos shall not adopt any type of retaliation, either directly or indirectly, against those who have reported in good faith acts that are alleged to be criminal acts and/or acts in breach of the Code of Conduct, regardless of whether the facts reported are considered, after examination, unlikely to constitute an infringement or offence. Thus, the whistleblower may not be harmed in any way that could affect his/her employment or position within the Tubos Reunidos Group. The main objectives of these Regulations are to guarantee indemnity for complainants in good faith and, at the same time, preserve the honour and the presumption of innocence of all directors, executives and employees against malicious or unfounded allegations.

The prohibition of retaliation extends to cases in which the complaint does not meet the established requirements or which, in the end, are not true, without prejudice to sanctions in cases of deliberate misrepresentation or bad faith. In this sense, the use of the Whistleblowing Channel to attribute facts, knowing that they are false or with reckless disregard for the truth, may result in criminal or civil liabilities under the terms contemplated in the current legislation.

2) Control of confidential information and proper management of personal data

The IMB will at all times guarantee confidentiality in the treatment of the queries and complaints processed, and the utmost respect for the rights of the persons allegedly involved in a possible breach.

In the exercise of its functions, the IMB guarantees the confidentiality of all the data and background information handled and the actions carried out, unless the disclosure of information is required by law or a court order. In principle, access to confidential data shall only be granted to members of the IMB and persons who necessarily need to access the same for the purpose of investigating the facts reported. In any case, the deliberations and resolutions

of the IMB shall be treated as secret, and its members or those attending them may not disclose to third parties the proceedings being followed.

The names of bona fide complainants shall not be disclosed at any time to the defendant, unless special circumstances make it appropriate to identify the complainant, and provided that the complainant gives his/her express consent. The Chairman of the IMB may keep the complainant informed of the results of the investigation and of the use to be made of it.

The information received and managed by the IBM shall be stored in such a way that it is only available to its members and shall be kept adequately protected against loss of integrity, confidentiality or improper use. The Secretary shall draw up a list of the documents, reports, presentations and any other documentation that the IMB has sent to the Board and Senior Management of Grupo Tubos Reunidos.

The processing and transfer of personal data contained in queries, complaints and investigations shall be subject to the provisions of Spanish legislation on the Protection of Personal Data in force at any given time, guaranteeing at all times the possibility for the data subjects to exercise their right of access, right to rectification, right to erasure and right to object, where appropriate.

If the complaint is not anonymous, the complainant's express consent shall be required for the processing of personal data. Persons making a complaint shall ensure that the personal data provided are true, accurate, complete and up to date. Complainants may at any time, in accordance with the legislation applicable in each case, exercise their right of access, right to rectification, right to erasure and to object regarding their personal data by written communication addressed to TRSA's registered office, complying with the requirements established by the legislation in force at any time and indicating the specific right they wish to exercise. The personal data will be erased when it is no longer necessary for the purpose of the investigations, including, where appropriate, any eventual legal proceedings arising from the same.

3) Proportionality of the procedure for investigating potential breaches

The procedure shall be appropriate to the circumstances of the case, and shall always be conducted with independence and full respect for the right to a hearing, the right of defence, the right to privacy, and the presumption of innocence of the persons under investigation.

4.3. Powers of the IMB

The IBM, through its Chairman and/or Secretary, shall have access to and may obtain from each of the departments, offices, directors, executives, employees and companies of the TR Group, as much information and documentation as may be necessary for the proper exercise of its functions, provided that the applicable legislation so permits.

The investigator, whether internal or external, and his or her investigative team, if any, shall have access to all the organisation's premises, offices, files and documents, insofar as this is necessary for the investigation and proportionate to its purpose. If necessary for the purposes of the investigation, the investigator may order a search of the computers and e-mails of the persons under investigation. The investigator shall ensure proportionate use of this power.

All directors, employees and executives of the organisation have the duty to respond diligently, completely and truthfully to all questions concerning the performance of their professional activities within the TR Group and to provide such cooperation as may be required by the IMB. Intentional or grossly negligent provision of untruthful or incomplete information shall be considered an infringement subject to disciplinary action.

The IMB may also seek the collaboration or advice of external professionals, who shall address their reports to its Chairman.

To the extent possible, and only where this does not affect the effectiveness of its work, the IMB shall endeavour to act in a transparent manner, informing, where appropriate, the directors and professionals concerned of the subject matter and scope of its investigations.

The IMB may request information from the other bodies and staff of the TR Group on those aspects that are necessary for the exercise of its supervisory and control functions, in particular on the following:

- Financial and accounting situation.
- Status of preventive measures.
- Status of disciplinary proceedings handled by HR, if any.
- Any other affecting the Code of Ethical Conduct or the Prevention Model.

5. Review, approval and dissemination of the Regulations.

These Regulations shall be subject to continuous review and improvement, especially when regulatory, social, business or any other circumstances so require. In any case, it shall be reviewed on an annual basis.

These Regulations have been approved by the Board of Directors of TR on 29 April 2021 and made available to all Personnel on the corporate website www.tubosreunidos.com for dissemination and mandatory compliance.