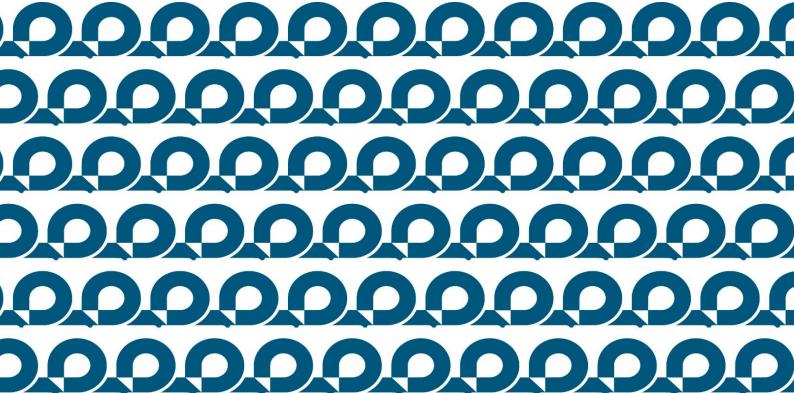


COMPLIANCE UNIT REGULATIONS OF THE NUEVA PESCANOVA GROUP

Approved by the Board of Directors of Nueva Pescanova, S.L., in its Meeting held on 29 September 2017





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CHAPTER I. NATURE, OBJECT AND MODIFICATION

Article 1. Nature and object

- 1. In accordance with article 6 of the Nueva Pescanova Group's Code of Ethics (hereinafter, "Our Code of Ethics"), the Compliance Unit (hereinafter, the "Unit") of Nueva Pescanova S.L (hereinafter, "Nueva Pescanova" or the "Company") is a permanent internal collegiate body, competent within the scope of the Corporate Governance and Compliance Requirements System (or "Internal Requirements System"), whose operations and activities are directly supervised by the Governance and Corporate Responsibility Commission.
- 2. The Unit is the Company's body responsible for enforcing the regulations of the Nueva Pescanova Group (made up, in accordance with article 2.b of Our Code of Ethics, by the Company –parent– and all other national or foreign subsidiaries over which the Company can exert its control, whether directly or indirectly, in accordance with article 42 of the Spanish Commercial Code). It is configured according to the Corporate Governance and Compliance Requirements System and it has extensive powers, autonomy and independence.
- 3. The Compliance Unit Regulations (hereinafter, the "Regulations"), in accordance with article 8 of Our Code of Ethics, aims to regulate the composition and operations of the Unit, being therefore incorporated into the Rules on Governance for Corporate Bodies and other Internal Committees of the Company's Corporate Governance and Compliance Requirements System.
- 4. In accordance with article 8 of Our Code of Ethics, these Regulations have been approved by the Board of Directors of the Company, on proposal of its Governance and Corporate Responsibility Commission.

Article 2. Modification

- 1. In accordance with section 4 of the previous article, any modification of these Regulations must be approved by the Board of Directors of the Company, based on a previous report of the Governance and Corporate Responsibility Commission.
- 2. The Board of Directors of the Company, the Governance and Corporate Responsibility Commission and the Chairman of the Unit may propose modifications on their own initiative or on proposal of any other Unit member.

CHAPTER II. COMPOSITION

Article 3. Composition and positions

- 1. The Unit shall have the following positions, appointed for an indefinite period of time by agreement of the Board of Directors of the Company:
 - a. The Chairman of the Unit, who will be the Chairman of the Corporate Responsibility and Governance Commission and of the Company's Board of Directors.
 - **b.** The Secretary of the Unit, who will be the General Counsel of the Nueva Pescanova Group.
 - c. The Chief Ethics & Compliance Officer of the Nueva Pescanova Group, who will be the Director of the Compliance Unit.



- 2. Unit members will be removed from office in the following cases:
 - a. In the case of the Chairman, when he/she stops being the Chairman of the Corporate Responsibility and Governance Commission of the Company's Board of Directors.
 - **b.** In the case of the Secretary, when he/she stops being the General Counsel of the Nueva Pescanova Group.
 - c. In the case of the Director of the Compliance Unit, when he/she stops being the Chief Ethics & Compliance Officer of the Nueva Pescanova Group.
- 3. Unit members shall have the appropriate knowledge, skills and experience for the functions they will perform.
- 4. The functions of the Secretary of the Unit, who will have the right to speak and vote, include:
 - a. Assisting the Chairman in his/her functions.
 - b. Taking minutes at the sessions of the Unit and certifying its agreements and decisions.
 - c. Ensuring the formal and material legality of the Unit's actions and its observance of the Internal Requirements System.
 - **d.** Channeling, on a general basis and according to the instructions of the Chairman, the relations between the members of the Unit regarding all matters related to its operation.
 - **e.** Provide the necessary support for the good operation of the Unit and the development of its meetings.

Article 4. The Director of the Compliance Unit and the Compliance Officers

- 1. The Director of the Compliance Unit (or the "Director of Compliance"), who shall be appointed by agreement of the Board of Directors of the Company on the motion of its Governance and Corporate Responsibility Commission, will have the necessary initiative, independence and autonomy to perform his/her functions.
- 2. The Director of Compliance will manage the operations of the Unit, its material and human resources and will be the responsible for executing the corresponding measures and action plans and for ensuring that the Unit proactively complies with its operations.
- 3. Under the supervision of the Unit, the Director of Compliance shall exercise on its behalf the competences related to the ordinary management of the Unit's functions, informing it from time to time of the actions carried out, and having, for these purposes, the same powers as the ones granted to the Unit by these Regulations and by the rest of the Internal Requirements System, except for those powers directly or exclusively granted to the Unit (as a collegiate body) by Our Code of Ethics, these Regulations or any other provision of the Internal Requirements System.
- 4. The Compliance Unit, on the motion of the Director of Compliance, may agree on the creation of Compliance Offices (headed by a Compliance Officer) in the Spanish and/or foreign companies of the Nueva Pescanova Group in which their creation could be necessary or advisable, according to the national or local legislation. The operation of the Compliance Offices will depend on the Director of Compliance, who will be periodically informed of their



actions. The Compliance Unit, on the motion of the Director of Compliance, shall stablish the framework for the coordination, collaboration and information relations between the Compliance Offices and the Director of Compliance.

CHAPTER III. POWERS

Article 5. Powers related to Our Code of Ethics

The Compliance Unit shall have the following powers regarding Our Code of Ethics:

- a. Promote the dissemination, understanding and enforcement of Our Code of Ethics, boosting all training and communication activities it deems fit, in accordance with the collaboration principles and with the help of the appropriate Group's Corporate Departments. In addition, the Unit must ensure that the communication and broadcasting activities carried out within the Group follow homogenous criteria and take into account the peculiarities of each jurisdiction and business segment.
- b. Coordinate and ensure that Our Code of Ethics is enforced by all Group companies.
- c. Interpret, in a binding manner, Our Code of Ethics and resolve any Inquiries that may arise in connection with its content, implementation or enforcement (and, in particular, in relation to the disciplinary actions that the relevant bodies must implement).
- d. Manage the receipt, research and resolution procedures linked to the Non-Compliance Claims by alleged irregular or illegal behaviors, or against the provisions and principles of Our Code of Ethics or the Internal Requirements System received through the Compliance Channel (or by any other means deemed valid) and issuing the corresponding decisions in relation to processed cases.
- e. Periodically assess, at least on an annual basis, the degree of compliance with Our Code of Ethics. In this sense, an annual report on the observance of Our Code of Ethics shall be drafted. This report will be submitted, via the Chairman of the Governance and Corporate Responsibility Commission and the Unit, to the competent governing bodies, the Company's CEO and the Chairman of the Board of Directors. In addition, the Unit will share this annual report with all other members of the Company's Executive Committee through the Director of Compliance.
- f. Inform the relevant governing bodies, whenever it is necessary or has been so required, on the observance of Our Code of Ethics.
- g. Foster the approval of all necessary rules for the advancement of Our Code of Ethics and the prevention of any violations thereof (in collaboration with the different Corporate Departments).
- h. Adopt, whenever the Unit itself deems the powers granted to the Executive Committee are insufficient in view of the nature of the matters governed, operating procedures and protocols to ensure Our Code of Ethics is being complied with. These rules must, in any case, be aligned with the provisions set forth by the Corporate Governance and Compliance Requirements System.
- i. Inform, before its approval by the corresponding administration body, of any internal rule that is to be created with the aim of clarifying, complementing or developing the



provisions of Our Code of Ethics, as it is demanded or suggested require by the applicable national legislation to any of the Nueva Pescanova Group's companies.

Article 6. Power related to the Crime Prevention Program

Regarding the Crime Prevention Program, the Unit assumes the following duties:

- **a.** Monitor the operation, effectiveness, development and enforcement of the Crime Prevention Program.
- **b.** Draft, approve, update and enforce the necessary or appropriate Internal Rules for the prevention of criminal risks.
- c. Foster an enforcement culture based on the "zero-tolerance" principle towards any type of conduct, active or passive, unlawful or contrary to the enforcement of the principles of ethics, integrity and responsible behavior of all the professionals of the Nueva Pescanova Group, regardless of their hierarchical position or geographical location.
- d. Manage the settlement, verification and investigation procedures linked to the Non-Compliance Claims or Inquiries related to the Crime Prevention Program received through the Compliance Channel (or by any other means deemed valid) and issue the corresponding decisions in relation to processed cases.
- e. Promote the development and implementation of appropriate training programs for the Nueva Pescanova Group's professionals on the duties registered in the Crime Prevention Program and the applicable legislation, with an adequate periodicity to guarantee the update of knowledge in this subject.
- **f.** Annually assess the compliance with and effectiveness of the Crime Prevention Program and assess the suitability of its modification and/or updating.
- g. Draft an annual report on the Crime Prevention Program's degree of compliance, which will be integrated in the annual report on the degree of compliance of Our Code of Ethics.

Article 7. Other power of the Unit

Other powers of the Unit are:

- a. Become a central repository embedded in the Corporate Governance and Compliance Requirements System of the Nueva Pescanova Group, responsible for establishing a creation, approval, dissemination and filing process for Corporate Policies and Internal Regulations that guarantees that the issuing of regulatory provisions within the Group is carried out in an orderly, structured and systematic manner.
- b. Approve all Compliance Channel Regulations and any amendments made to them, as well as the protocols, policies, procedures or internal instructions that may prove useful when enforcing the Regulations and ensuring the Compliance Channel functions properly.
- c. Any other singular or permanent function that may be assigned to the Unit by the Company's Board of Directors, on the motion of the Governance and Corporate Responsibility Commission or following a report drafted by it, or in accordance with any other rules from the Corporate Governance and Compliance Requirements System.



CHAPTER IV. MEETINGS

Article 8. Meetings

- 1. The Unit shall meet as many times as necessary, at the Chairman's discretion, in order to exercise its powers, on his/her own initiative or at the request of any other member of the Unit.
- 2. The Unit shall meet when the Director of Compliance requests it to the Chairman.
- **3.** Exceptionally, the Chairman of the Board of Directors or the CEO of the Company may request informative meetings of the Unit or with the Director of Compliance.

Article 9. Call

- 1. The Secretary of the Unit shall call the meetings, at the request of the Chairman, at least three working days ahead, except for urgent sessions.
- 2. The call shall be done through any means that allow its receipt and will include the agenda set for the meeting.
- 3. The prior call for the meeting shall not be necessary when, in the presence of all its members, they unanimously accept its holding and the agenda

Article 10. Venue

- 1. The meetings of the Unit shall be held at the venue indicated in the call or, failing this, at the registered address of the Company.
- 2. Provided that no member objects, they all have the necessary means for it and that they acknowledge each other, the sessions of the Unit may be held via conference calls or video conferences. Decisions may also be adopted this way. The members of the Unit attending the meeting from any of the places connected will be considered as being at the same session of the Unit. The meeting will be understood as held at the Company's registered office.

Article 11. Setting-up

- 1. The Unit shall be validly set up when half plus one of its members, present or represented, concur.
- 2. The meetings of the Unit shall be chaired by the Chairman of the Unit. In the event of vacancy, illness, impossibility or absence of the Chairman of the Unit, the meeting shall be chaired by the Director of Compliance.
- 3. The Secretary of the Unit shall act as Secretary. In the event of vacancy, illness, impossibility or absence of the Secretary of the Unit, the Director of Compliance shall act as Secretary.
- 4. The members of the Unit are entitled to delegate their representation in another member through any means that allow their receipt, addressed to the Chairman or the Secretary of the Unit, indicating the terms of the delegation. However, it is not possible to delegate their representation regarding personal issues or situations where a conflict of interest exists.

Article 12. Agreements

1. Agreements shall be adopted by absolute majority (half plus one) of the Unit members attending or represented at the meeting. In the event of a tied vote due to the absence of one



or several members, the Chairman of the Unit (or the person acting as such) shall have a casting vote.

- 2. The agreements will be recorded in the Minutes signed by the Chairman of the Unit and its Secretary or the people representing them. The minutes shall be approved during the same meeting or in the immediately next meeting and filed in the Unit's Minutes Book, which will be guarded by the Secretary.
- 3. Provided that no member objects, votes may be casted in writing (via post, e-mail, or any other means of remote communication, as long as the identity of the member and the safety of the communications is duly guaranteed) and with no need of holding a session. In this case, the members of the Unit shall send their votes and considerations to the Secretary, who will act on behalf of the Chairman. The agreements adopted under this procedure shall be recorded in the minutes or in any other documentary support deemed necessary by the Secretary (including e-mail).

Article 13. Conflicts of interest

- 1. Members of the Compliance Unit who are involved in a potential conflict of interests must inform the Unit. The latter shall be able to solve any doubts or conflicts that arise in respect thereof.
- 2. When the subjects to be discussed in the meetings of the Unit affect any of its members or people linked to them, including hierarchical links within the Company and, in general, when said member incurs in a situation of conflict of interest as described in article 21 of Our Code of Ethics, he/she must leave the meeting during the deliberations and voting linked to any issues or agreements where there is a conflict of interest.

Article 14. Attendance

- 1. The members of the Unit may request the assistance to the meetings of any executives, managers, professionals or employees working for the Nueva Pescanova Group, or consult their opinion at any moment.
- 2. These requirements may be directly made by any of the members of the Unit, asking, when necessary, for the help of the Corporate Human Resources Department or, when applicable, of the administration body of the company of the Nueva Pescanova Group where the requested professional or employee is located.

CHAPTER V. RESOURCES AND ANNUAL ACTIVITY PLAN

Article 15. Material and human resources of the Unit and the Director of Compliance

- 1. The Unit and the Director of Compliance will have the necessary material and human resources for the adequate performance of their duties. The Chairman of the Unit must ensure that this is the case before the Governance and Corporate Responsibility Commission and, when applicable, before the Board of Directors of the Company.
- 2. In order to preserve the autonomy and independence of the Director of Compliance, the Governance and Corporate Responsibility Commission of the Company's Board of Directors will review, each year and through its Chairman (who is also the Chairman of the Unit), the salary and other employment conditions of the aforementioned Director to check that they are coherent and aligned with the salary policies put forward by the Commission and approved by



the Board. If they are not, the competent managers and/or bodies will take the necessary corrective measures.

Article 16. Annual activity plan

Before the start of each year and on the motion of the Director of Compliance, the Compliance Unit shall submit to the Governance and Corporate Responsibility Commission its annual activity plan for the following year for approval.

CHAPTER VI. FACULTIES OF THE UNIT AND DUTIES OF ITS MEMBERS

Article 17. Faculties and advice

- 1. Where permitted by the applicable law, the Unit shall have access to the information, documents, offices and Group professionals that are necessary for the proper performance of its activities (including the minutes recorded by the management, monitoring and control bodies).
- 2. All the professionals or employees of the Nueva Pescanova Group must provide the cooperation required by the Unit to carry out its duties. These requirements shall be channeled through the Director of Compliance, asking, when necessary, for the help of the Corporate Human Resources Department or, when applicable, the administration body of the company of the Nueva Pescanova Group where the professional or employee, subject of request, is located.
- 3. In accordance with article 15 of these Regulations, the Unit and/or the Director of Compliance may request, with the support of the Company, the collaboration or the professional advice of external professionals, who shall send their reports directly to the Chairman of the Unit and/or the Director of Compliance, according to the corresponding order form.
- 4. When possible and provided that it does not affect the efficiency of its work, the Unit tries to act in a transparent manner, informing, when possible and appropriate, the administrators and professionals affected about the object and range of the actions.
- 5. The agreements and decisions of the Unit are binding for the Nueva Pescanova Group and its professionals.

Article 18. Duties of the members of the Unit

- 1. The members of the Unit shall act with autonomy and independence of judgement and action regarding the rest of the organization and carry out their job with the greatest diligence and professional competence.
- 2. The members of the Unit shall keep in secret their deliberations and agreements and, generally, they shall refrain from revealing information, data, reports or records to which they have had access in exercising their position, as well as using them for their own benefit or for third parties, notwithstanding the compulsory transparency and information foreseen within the Corporate Governance and Compliance Requirements System and in the applicable legislation. The duty of confidentiality of the Unit's members shall prevail even after they no longer hold their position.



CHAPTER VII. MANAGEMENT OF THE COMPLIANCE CHANNEL

Article 19. Compliance Channel Regulations

The Compliance Channel Regulations, approved by the Compliance Unit, will develop scope of implementation, the competences of the Compliance Unit and, when applicable, of other social bodies, directorates or corporate departments for the management of the aforementioned Channel, the access rules and procedures and any other necessary issues for its correct implementation and operation.

Article 20. Principles on the management of the Compliance Channel

- Notwithstanding the provisions set forth in the Regulations referred to in the previous article, the Unit, through its Director, shall manage the Compliance Channel referred to in Chapter IV of Our Code of Ethics.
- 2. In order to manage the Compliance Channel, the Unit and the Director of Compliance shall always respect the principles, action rules and guarantees set forth in Our Code of Ethics, specially ensuring that no direct or indirect reprisal is taken or allowed against those professionals who, in good faith, report the situations set forth in paragraph 1 of article 47 of Our Code of Ethics.
- 3. The Compliance Unit is responsible for ensuring that the identity of the person using the Compliance Channel to report potentially irregular or illegal conducts against the provisions and principles set forth in Our Code of Ethics or in the Internal Requirements System remains confidential. The identity of the person reporting will not be revealed to the person reported without his/her consent, although it may be revealed to the administrative and judicial authorities when necessary or required for the appropriate processing of any administrative or judicial procedure that may arise from the report submitted through the Channel.
- 4. During the processing, instruction and resolution of the Non-Compliance Claims or Inquiries made through the Compliance Channel, the Compliance Unit shall guarantee a comprehensive analysis of any data, information or document submitted and the commencement of the relevant proceedings regarding the circumstances of the case. The case will be carried out in an entirely independent and impartial manner, with due respect to the principles of due process, neutrality, equality and hearing both sides. Moreover, the rights to privacy, defense and presumption of innocence of the persons investigated must be respected.
- 5. The Compliance Unit shall include in its annual report the basic and statistical information regarding the management and operation of the Compliance Channel in the previous year, keeping the identity of the person reporting the fault as confidential.

Article 21. Inquiries

1. The professionals of the Nueva Pescanova Group are entitled to channel the Inquiries concerning the application and interpretation of the applicable legislation, the provisions of Our Code of Ethics, the Program or Programs on Crime Prevention, the Supplier's Ethical and Social Charter and any other rule or regulation that is part of the Internal Requirements System (hereinafter, "Inquiries") through the Compliance Channel. These shall be solved as soon as possible and always within the maximum term established in the regulations.



- 2. Once the Inquiry has been received, the Director of Compliance shall register it, giving it a reference number and acknowledging its receipt to the applicant through a communication where the appropriate notification and legal warnings on personal data protection are made.
- 3. According to the scope and nature of the Inquiry, the Director of Compliance may decide to reply in the same informative communication indicated in the previous section. Should the Director of Compliance consider that the Inquiry needs to be subjected to the consideration of the Unit, he/she will send the aforementioned communication to the applicant, informing him/her that the Inquiry will be resolved within the maximum term established in the regulations.
- 4. The Director of Compliance shall periodically inform the Unit about the Inquiries received that were resolved without subjecting them to their consideration; the Unit being entitled to correct the answer given by the Director of Compliance, which shall be communicated to the Applicant.
- 5. The Applicants can exercise, at any time, their rights to access, rectify, cancel and oppose this data. All they have to do is send a written communication to the Company's registered address, attaching a copy of their Identity Card (or an identity document of analogous nature in the case of foreign users), in which they indicate what right they wish to exercise.

Article 22. Non-Compliance Claims

- 1. The Compliance Channel will also be used by the professionals of the Nueva Pescanova Group to report irregular or illegal conducts against the provisions and principles set forth in Our Code of Ethics, the Programs on Crime Prevention, the Supplier's Ethical and Social Charter or in the Internal Requirements System (hereinafter, "Non-Compliance Claims").
- 2. After receiving a Non-Compliance Claim, the Director of Compliance shall register it, giving it a reference number and sending a first communication to the person reporting the claim, acknowledging receipt of the claim submitted. The appropriate legal warnings and notices on personal data protection are made and the term established in the regulations for the Unit to decide on the acceptance for consideration is indicated.
- 3. The Unit shall not accept for consideration any Non-Compliance Claim in which the claimant it is not sufficiently identified, the requirements regarding personal data protection are not met, the behavior described in the claim is not clearly against the law, Our Code of Ethics, the Programs on Crime Prevention, the Supplier's Ethical and Social Charter or any of the rules making up the Nueva Pescanova Group's Corporate Governance and Compliance Requirements System, or when the claim refers to an issue that, according to the Internal Requirements System, has to be dealt with by another Department, Area or Unit of the Company. In this last case, the Unit shall transfer the Non-Compliance Claim and the documentation submitted to the competent Department, Area or Unit, informing the person reporting the claim.
- 4. The Unit shall inform the Auditing, Control and Finance Commission, through the Director of the Company's Internal Audit Department, about any potentially significant financial or accounting irregularity communicated through the Compliance Channel, providing all the information required.
- 5. In order to clarify the acceptance for consideration of a Non-Compliance Claim, the Unit may, through the Director of Compliance, request the person submitting the claim to clarify or



- complement the case, providing the documents and/or data that could me necessary to prove the existence of the reported breach.
- 6. The Director of Compliance shall provide the Unit with an informed motion on the possibility of accepting or not the Non-Compliance Claim for consideration and on the possibility of appointing an Investigator (internal and/or external to Nueva Pescanova Group) different to the Director of Compliance in order to develop an adequate examination, internal investigation and resolution of the case.

Article 23. Processing the Case

- 1. Once a Non-Compliance Claim has been accepted for consideration, the Director of Compliance appoints the Investigator approved by the Unit to carry out the investigation and process the case, informing him/her about the maximum deadline established in the regulations for these purposes. Should the Non-Compliance Claim be addressed against of affect any member of the Unit, he/she will not be entitled to take part in its processing.
- 2. Should the Non-Compliance Claim affect any member of the Company's Board of Directors, the Chairman of the Unit shall inform the Chairman of the Board for him/her to help the Unit in the processing of the case and, in particular, in the appointment of the Investigator, who shall be, in order to guarantee independence, a person alien to the Nueva Pescanova Group. Should the Non-Compliance Claim affect the Chairman of the Board of Directors, the Chairman of the Unit shall inform the Vice-Chairman with the same purposes.
- 3. The Investigator appointed shall verify, within the term established in the regulations, the veracity and accuracy of the information contained in the Non-Compliance Claim and, more specifically, of the conduct reported, respecting the rights of the persons involved. The Investigator shall hear all the witnesses and people involved and shall conduct all the necessary investigations. All the professionals of the Nueva Pescanova Group are bound to loyally collaborate in the investigation and to keep confidentiality on its contents. The intervention of the witnesses and persons affected shall remain strictly confidential.
- 4. The hearing (to be held within 3 months following the receipt of the Non-Compliance Claim) shall include, at least and where possible, a private hearing with the person allegedly responsible for the conduct reported. During this hearing, and always respecting the presumption of innocence, he/she will be informed of the facts that make up the case, will be invited to give his/her version of the facts, being entitled to provide any relevant evidence and will be asked relevant questions depending on the circumstances of the case and of the facts reported. Likewise, all the parties involved shall be informed about the processing of their personal data and any other duty demanded by the legislation on personal data protection shall be observed.
- 5. The rights to privacy, defense and presumption of innocence of the people investigated shall be guaranteed in every investigation.
- 6. The Unit and the Investigators (through the Unit) may request, at any moment of the procedure, the assessment and collaboration of the appropriate Corporate Departments of the Nueva Pescanova Group in order to establish the consequences and the actions to be taken concerning any Non-Compliance Claim.
- 7. The investigation of any case shall finish with the issuance of an Internal Investigation Report by the Investigator, which shall be delivered to the Director of Compliance (in case he/she was not appointed as Case Investigator), who will submit a Resolution Proposal to the Unit.



Article 24. Resolution of the Case

- Should the Investigator be a different person than the Director of Compliance, he/she shall
 inform the Director of Compliance that the processing of the case has been finished. After
 analyzing the Internal Investigation Report submitted by the Investigator, the Director of
 Compliance shall provide the Unite with a Resolution Proposal in order to solve any issue
 deemed appropriate.
- 2. Should the Case Investigator be the Director of Compliance, he/she shall send the case to the Unit once finished, together with a Resolution Proposal for it to solve any issue deemed appropriate.
- 3. Should the Resolution issued by the Unit conclude that a professional has committed an irregularity or any act against the law, the regulations of Our Code of Ethics, the Programs on Crime Prevention, the Supplier's Ethical and Social Charter or the rules set forth in the Internal Requirements System at any time, the Director of Compliance shall inform the Human Resources Corporate Department or, through it, the human resources department in the appropriate company of the Group, in order to apply disciplinary measures (the Director of Compliance will inform the Unit about the adoption and contents of these measures). Should the illegality or irregularity be committed by a member of the Board of Directors, the Unit shall send the Resolution issued to the Chairman of the Board (or to the Vice-Chairman if this affects the Chairman) in order to apply any of the measures intended in the Company's Articles of Association and in the Rules on Governance for Corporate Bodies, the implementation and contents of which will be notified to the Unit by the Chairman.
- 4. Should the Resolution issued conclude that a supplier or provider has committed any illegality, irregularity or any act against the law or against the Supplier's Ethical and Social Charter in connivance (or not) with a professional from the Nueva Pescanova Group, the Unit shall inform the Director of the Integrated Supply Chain Department or the person who, in each case, was the purchasing partner in the appropriate company of the Group, in order to execute the appropriate contractual rights. The Director of Compliance shall inform the Unit about it.
- 5. Should the resolution of the case require the possible adoption of legal measures, the Unit shall ask the General Counsel of the Nueva Pescanova Group to study the appropriateness of initiating administrative or legal actions, of which the Unit must be informed.

Article 25. Personal data protection in the management of the Compliance Channel

- 1. The submission of personal information through the Compliance Channel may require, in some cases, according to the object of the claim, the express and unequivocal consent of the person filing the claim and of the person reported for the processing of their personal data. For this purpose, the necessary mechanisms to get the consent before taking the actions shall be enabled, according to the requirements of the legislation on personal data protection.
- 2. Generally, the person reported shall be informed of the existence of a Non-Compliance Claim when the Investigator initiates the investigation procedures. However, if there is a significant risk that this notification would jeopardize the investigation capacity or the collection of necessary evidence, the notification to the person reported may be delayed as long as this risk exists. In any case, said term shall never exceed three months from the receipt of the Non-Compliance Claim.
- 3. The people making a communication through the Compliance Channel shall guarantee that the personal data provided are accurate, exact, complete and updated.



- 4. The data subjected to processing within the framework of the investigations shall be cancelled as soon as the investigations are finished, unless administrative and judicial procedures are derived from the adopted measures. Furthermore, the Company shall keep the aforementioned data duly blocked during the periods during which responsibilities could still be derived from the Claims of the Nueva Pescanova Group's professionals or form the activities carried out by the Company.
- 5. The Users of the Compliance Chanel are entitled to exercise, at any time, their rights to access, rectify, cancel and oppose their data by sending a written communication to the Company's registered address, attaching a copy of their Identity Card (or an identity document of analogous nature in the case of foreign users), in which they indicate what right they wish to exercise.

CHAPTER VIII. COMPLIANCE, INTERPRETATION, APPROVAL AND ENTRY INTO FORCE

Article 26. Compliance

- 1. The members of the Unit are obliged to know and observe these Regulations. For these purposes, the Secretary of the Unit will provide them with a copy.
- 2. Additionally, the Unit is obliged to enforce the observance of these Regulations.

Article 27. Interpretation

- 1. These Regulations shall be interpreted according to the Company's Corporate Governance and Compliance Requirements System.
- 2. Any doubt or discrepancy concerning the interpretation of these Regulations shall be solved by majority within the Unit and, failing this, by the Chairman, assisted by the Secretary or the people appointed by the Unit for this purpose.

Article 28. Proposal of the Governance and Corporate Responsibility Commission, approval of the Company's Board of Directors and entry into force

In accordance with the provisions set forth in article 8 of Our Code of Ethics, the Governance and Corporate Responsibility Commission agreed on sending these Compliance Unit Regulations to the Company's Board of Directors for their approval.

These Regulations were approved at the meeting of the Company's Board of Directors held on 29 September 2017 at its registered address in Chapela (Redondela – Pontevedra – Spain), being in force for the entire Nueva Pescanova Group from that date.



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