

# **MOTA-ENGIL INTEGRITY AND COMPLIANCE PROGRAM**

05.2025

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# "Tone from the Top"



Mota-Engil's integrity path and consciousness of the company's role in improving the conditions of the communities where it operates, lasts since the incorporation for more than the 78 years ago.

Therefore, being aware of its role in society, the Group has been continuously developing its Integrity and Compliance Program<sup>1</sup>, supported in the Mota-Engil's Code of Ethics and Business Conduct, in the internal cross-cutting Policies and Procedures, a strengthened governance model and a program of continuous improvement and training/awareness covering the Group and all its stakeholders.

This Program challenges us all to adhere to integrity and sustainable behaviours in full compliance with its internal regulations and with the most demanding legal and ethical framework in each market where we operate.

The Integrity and Ethics challenge is even more demanding because the Group operates in multiple businesses, in multiple geographies and cultures, and with a large number of employees, partners, suppliers, public and private customers, shareholders and other stakeholders.

In short, we must comply with the laws, rules, and regulations, but also act with a high sense of responsibility and business ethics in order to continue writing the Group's success story, always supported by values of integrity, social responsibility, and sustainability.

These values must guide our individual daily conduct, so that in this joint commitment we can do justice to the motto "We are all responsible for Integrity and Compliance!"



**Carlos Mota Santos**  
*Chairman of the Board  
of Directors and CEO*

<sup>1</sup> Designation of Mota-Engil Group's Regulatory Compliance Program, in compliance with the obligations established by the Portuguese Decree-Law no. 109-E/2021

# Mota-Engil Ethics Commitment



**The Group's Code of Ethics and Business Conduct sets out Mota-Engil's core values, which are based on our business ethics and our commitment to integrity.**

This is the culture of Mota-Engil Group that we promote every day:

- ✓ Ethical behaviors in all our actions;
- ✓ Exemplary conduct, complying with the laws in all countries where we operate and always faithful to the internal rules of the Group and our companies;
- ✓ An attitude of respect and recognition for different ways of working, as well as lifestyle and cultural differences;
- ✓ Environmental protection and support to local communities.

# Program Timeline



2009	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024
Whistleblowing Procedure (v1)	Code of Ethics and Business Conduct (v1)	Whistleblowing Procedure (v3)	Compliance Procedures Published (v1)	Compliance function established	3PP Procedure (v2)	Whistleblowing Procedure (v4)	Conflicts of Interest Procedure (v1)	Anti-Harassment & Discrimination Policy (v1)	Whistleblowing and Non-Retaliation Policy (v1)	Conflicts of Interest Procedure (v2)
	Anticorruption and Bribery Policy (v1)		Code of Ethics and Business Conduct (v2)	Chief Compliance Officer appointed	Gifts Procedure (v2)	ABC, AML, CTF Policy (v4)	Fair Competition Policy (v1)	Related Party Transactions Policy (v2)	Code of Ethics and Business Conduct (v4)	Organizational Conflicts of Interest Procedure (v1)
	Whistleblowing Procedure (v2)		Anticorruption and Bribery Policy (v2)		Donations Procedure (v2)	Gifts Procedure (v3)	Related Party Transactions Policy (v1)	ABC, AML, CTF Policy (v5)	Donations Procedure (v3)	Supplier Code of Ethics and Conduct (v1)
			Cash Procedure (v1)		Code of Ethics and Business Conduct (v3)			Gifts Procedure (v5)		3PP Procedure (v4)
					ABC, AML CTF Policy (v3)			Prevention of Corruption Plan (v1)		Human Rights Policy (v1)



# Program Objectives



## Integrity and Compliance Program Objectives

- ✓ Comply with the obligations established by legal diplomas, rules and regulations;
- ✓ Prevent financial and reputational damage to Mota-Engil;
- ✓ Identify problems in advance;
- ✓ Detect illegal acts in other organizations;
- ✓ Fortify company's reputation;
- ✓ Enhance employee awareness;
- ✓ Get higher trust from Mota-Engil Stakeholders.

# Compliance as a Competitive Advantage



## The Value of Compliance

- ✓ Beyond financial penalties, a compliance failure can wreak havoc on an organization's reputation and customer relationships and negatively impact growth and profitability targets for the foreseeable future;
- ✓ Compliance is a necessary business obligation and its importance – and complexity – will only continue to grow;
- ✓ Our job is to mitigate the risk to the organization, but not in a way that hampers the organization's ability to function as intended, be innovative and make money;
- ✓ Risk is rooted in behavior, that's why alignment with the business is so critical to cultivate a culture of compliance built around ethical behavior. Doing this well, makes the business stronger and can become a distinct competitive advantage.

# A Risk Focused Global Program

## Compliance Risk Prevention Plan<sup>2</sup>

- ✓ The Risk Prevention Plan (RPP) is designed and for continuous improvement based on a risk approach by identifying, classifying, preventing and mitigating the most critical risks that the organization is exposed to;
- ✓ The Risk Management Process considers the probability of occurrence and the foreseeable impact of each situation, as well as the different activities and location of the organization;
- ✓ The RPP considers the complexity of the relations with interested parties and how different stakeholders imply different risks.

<sup>2</sup> This includes risks of corruption and related infractions.

## Relations with Interested Parties



# A Risk Focused Global Program



## Compliance Risk Prevention Plan

### Risks Evaluated and Addressed



#### Corruption and Related Infractions

- ✓ Gifts and hospitalities;
- ✓ Donations and sponsorships;
- ✓ Cash payments;
- ✓ Business relationships with third parties;
- ✓ Conflict of Interest.



#### Reporting Misconduct

- ✓ Effective and trusted mechanism;
- ✓ Fear of retaliation;
- ✓ Complaint-handling process;
- ✓ Process timely completion.



#### Anti-Competitive Practices

- ✓ Share of information with competitors;
- ✓ Participation in industry association meetings;
- ✓ Relationship and agreements with competitors, clients or suppliers;
- ✓ Collusion risk with competitors.



#### Money Laundering and Terrorism Financing


- ✓ Cash payments;
- ✓ Donations and sponsorships;
- ✓ Business relationships with third parties;
- ✓ High-risk transactions.

# A Risk Focused Global Program



## Compliance Risk Prevention Plan

### Other Considerations



Privacy and Data Protection



Customs and Tax Legislation



Harassment and Discrimination



Aspects related with Fraud and Conflict of Interests



Labour Relationships and Recruitment



Social Responsibility and Communities



Human Rights



Value chain and suppliers



*Tone at the Top*



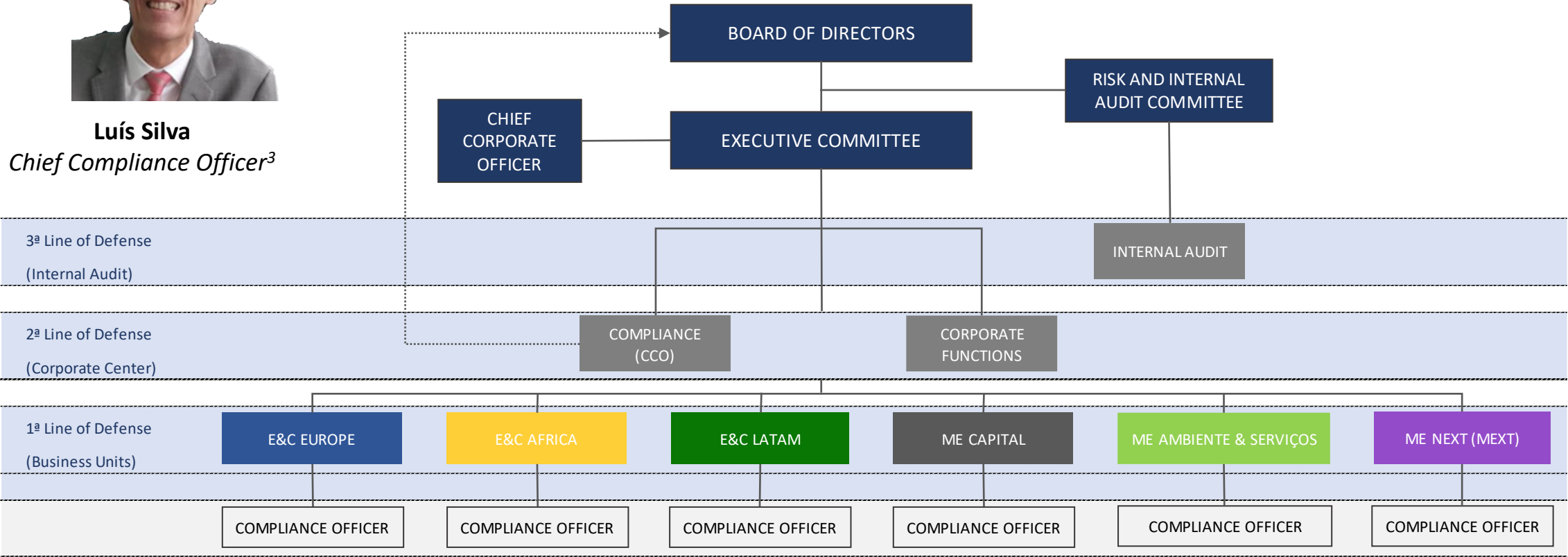
ESG



# Compliance Organization and Governance Model



**Luís Silva**  
*Chief Compliance Officer<sup>3</sup>*



<sup>3</sup> Responsible for Regulatory Compliance appointed by the Mota-Engil Group, in compliance with the obligations established by Decree-Law 109-E/2021



# Mota-Engil Group General Internal Standards



## Integrity and Compliance Program

### Compliance Code, Policies and Procedures

- A. Code of Ethics and Business Conduct;
- B. Supplier Code of Ethics and Conduct;
- C. Anti-Corruption and Bribery, Anti-Money Laundering and Counter Terrorism Financing Policy;
- D. Fair Competition Policy;
- E. Related Party Transactions Policy;
- F. Anti-Harassment and Discrimination Policy;
- G. Whistleblowing and Non-Retaliation Policy;
- H. Human Rights Policy.

#### I. Group Compliance Procedures:

- ✓ Third Party Procedure;
- ✓ Gifts and Hospitalities Procedure;
- ✓ Corporate Social Responsibility and Donations Procedure;
- ✓ Cash Procedure;
- ✓ Conflicts of Interest Procedure;
- ✓ Organizational Conflicts of Interest Procedure.

# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### A. Code of Ethics and Business Conduct

- ✓ The Mota-Engil Code of Ethics and Business Conduct provides an overview of the Company's fundamental business values and applies to every member of Company staff, directors, consultants, contractors, and subcontractors, and also applies to Company subsidiaries worldwide;
- ✓ The Code summarizes some of the most important Company principles and policies and should be used in conjunction with local laws and regulations in evaluating behavior;
- ✓ It is mandatory all employees review the Code as they will be expected to understand and comply with the entire policy;
- ✓ Mota-Engil's Code of Ethics and Business Conduct was last updated on 18<sup>th</sup> December 2023.

## Compliance Code, Policies and Procedures

### B. Supplier Code of Ethics and Conduct

- ✓ The Mota-Engil Group is committed to the highest standards of ethical, legal, environmental and social responsibility. Our suppliers play a key role in realising these objectives, and sharing ethical values and sustainable practices in full compliance with the applicable laws in the markets where we operate are the cornerstones of these relationships;
- ✓ The Supplier Code of Ethics and Conduct summarizes some of the Company's most important social and environmental standards and practices, based on the Ten Principles of the United Nations Global Pact among other references;
- ✓ It is mandatory that all suppliers explicitly adhere to the Code as they are expected to understand and comply with all principles and values, in joint projects with the Group or outside it.
- ✓ Mota-Engil's Supplier Code of Ethics and Conduct was approved on 15<sup>th</sup> July 2024.

# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### C. ABC, AML and CTF Policy

- ✓ Mota-Engil has a zero tolerance policy towards bribery, corruption, money laundering and terrorist financing prohibiting these acts in any form, whether directly or through others, anywhere in the world;
- ✓ Mota-Engil prohibits giving anything of value to public officials, either directly or indirectly (e.g. via third parties or family members), including “facilitation” or “grease” payments;
- ✓ Mota-Engil also prohibits receiving bribes in any form, and employees must report any bribery attempts or receipt of bribes;
- ✓ Mota-Engil’s ABC, AML and CTF Policy was last updated and approved on 19<sup>th</sup> December 2022.

## Compliance Code, Policies and Procedures

### D. Fair Competition Policy

- ✔ Mota-Engil has adopted a zero-tolerance policy towards Anti-Competitive Practices and prohibits such acts in any form, whether directly or through third parties, anywhere in the world;
- ✔ Mota-Engil prohibits any engagement in cartel and other collusive practices, including the involvement in any behavior that causes or appears to cause a restriction or limitation of competition;
- ✔ It is also prohibited to establish agreements with other companies not to hire certain candidates or to coordinate compensation policies, as well as using participation in industry or trade association events and related contacts for anti-competitive purposes;
- ✔ Mota-Engil's Fair Competition Policy was approved on 7<sup>th</sup> June 2021.

# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### E. Related Party Transactions Policy

- ✓ A related party transaction is defined as a transaction other than a transaction in the ordinary course of business between the Group and a Related Party;
- ✓ Mota-Engil is aware that transactions with Related Parties can harm companies and their shareholders, as they can provide the Related Party with the opportunity to appropriate a portion of the value of a company;
- ✓ In any transaction with a Related Party, a series of procedural issues must be considered as a necessary safeguard for the adequate protection of the interests of companies and shareholders who are not Related Parties, including minority shareholders;
- ✓ Mota-Engil's Related Party Transactions Policy was last updated and approved on 19<sup>th</sup> December 2022.

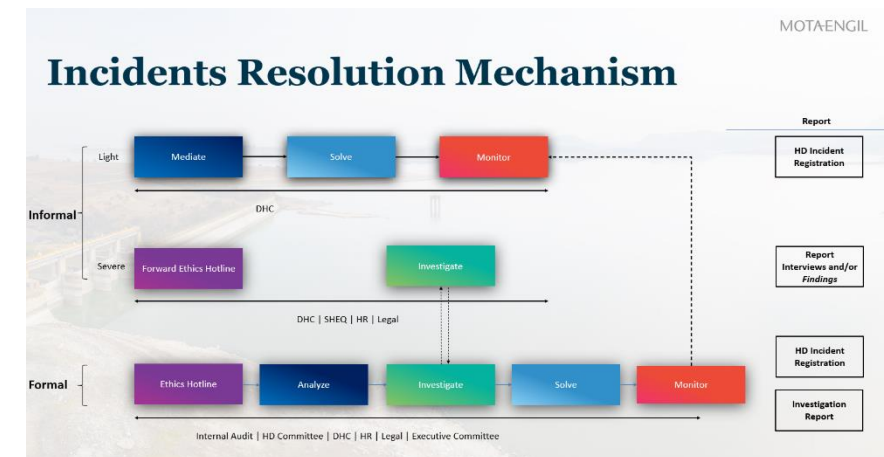
# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### F. Anti-Harassment and Discrimination Policy

- ✓ Mota-Engil Group is committed to fostering a workplace free of harassment, discrimination and intimidation, where all employees can work together with openness, trust and respect for differences;
- ✓ All forms of harassment and discrimination may constitute misconduct, providing a basis for disciplinary action, up to and including termination of employment;
- ✓ The Mota-Engil Group, through the **Incidents Resolution Mechanism (IRM)** provides informal and formal means for employees to have their concerns and allegations addressed.

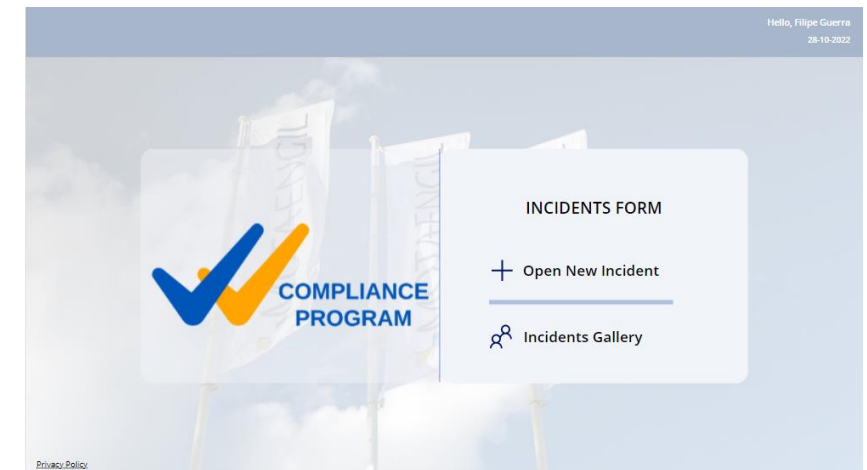




## Compliance Code, Policies and Procedures

### F. Anti-Harassment and Discrimination Policy

- ✓ The **Discrimination and Harassment Counsellor (DHC)** function was created to provide means of assistance to enable the victim of discrimination and/or harassment to communicate with the offending person in an open, honest and safe manner;
- ✓ The **Harassment and Discrimination Committee** was also set up to deal with all complaints received through the **Formal Complaints Mechanism** which is operated by the Group's whistleblowing channel management team;
- ✓ The reporting and management of cases through the **Informal Complaints Mechanism** is done on a platform created for this purpose;
- ✓ This policy was approved on 6<sup>th</sup> December 2021.



## Compliance Code, Policies and Procedures

### G. Whistleblowing and Non-Retaliation Policy

- ✓ The whistleblowing system is available for use on a voluntary basis;
- ✓ Whistleblowers may report anonymously. In the cases that the whistleblower chooses to reveal his or her identity in order to speed up the process of the investigation, Mota-Engil will ensure that the whistleblower identity will remain confidential;
- ✓ Mota-Engil will not penalize or discriminate against an employee who has used the whistleblowing system to report a genuine concern regarding wrongdoing raised in good faith;
- ✓ Mota-Engil's Whistleblowing and Non-Retaliation Policy was last updated on 26<sup>th</sup> June 2023.

# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### H. Human Rights Policy

- ✓ At Mota-Engil, we aspire to be an example of integrity and respect for the people and for the planet, and as such, we commit to respect internationally recognised human rights across all our activities and throughout our global value chain;
- ✓ To fulfil our commitment towards human rights, we endeavour to carry out meaningful human rights and environmental due diligence to identify and address the actual or potential adverse impacts with which we may be involved through our own activities and throughout our business relationships;
- ✓ Mota-Engil's Human Rights Policy was updated on 16<sup>th</sup> December 2024.

## Compliance Code, Policies and Procedures

### I.1 Third Party Procedure

- ✓ Mota-Engil expects that all 3P with whom it carries out business act with integrity and in compliance with the applicable laws;
- ✓ The commencement of a business relation with a 3P is preceded by a due diligence and a risk assessment process, which includes the following actions:
  - 3P Due-Diligence Questionnaire
  - Risk Assessment
  - Risk Rating
  - Screening/Due diligence
  - Approval Workflow
  - Enhanced Due diligence (where applicable)
  - Risk Mitigating Measures (where applicable)
- ✓ Mota-Engil's Third Party Procedure was last updated on 2<sup>nd</sup> December 2024.

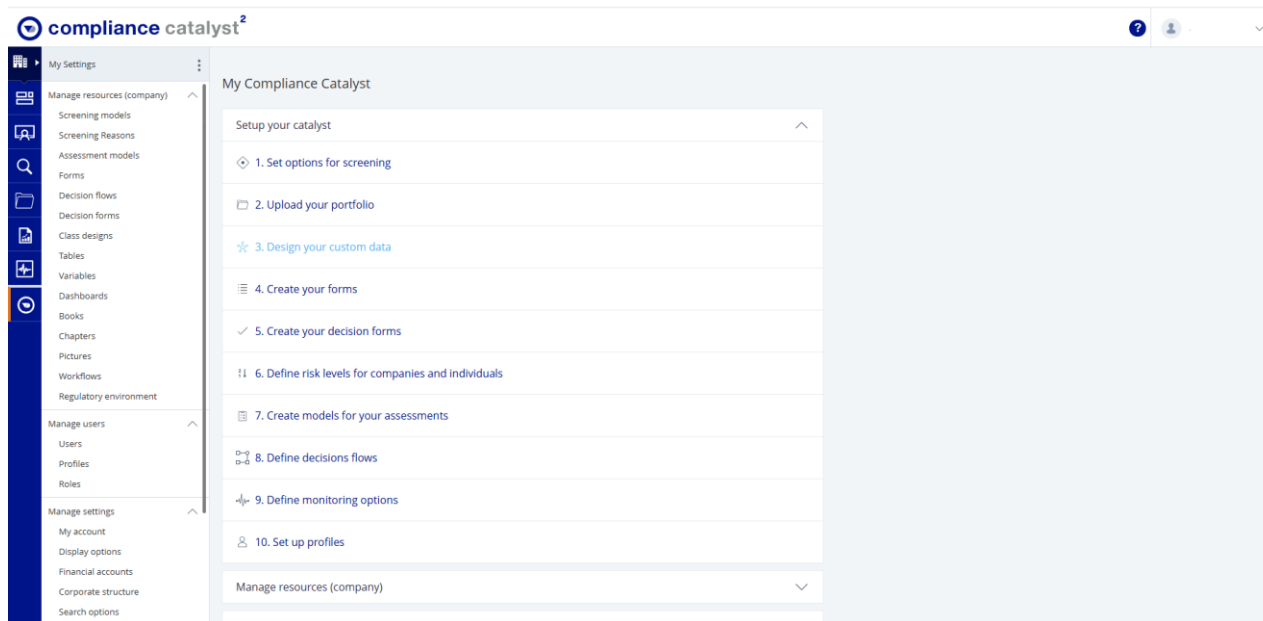
# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### I.1 Third Party Procedure | 3P Management Platform and Screening Tools

Moody's | COMPLIANCE CATALYST platform supports Mota-Engil's 3Ps Full Process



#### Main Features:

- ✓ 3P Due Diligence Questionnaires
- ✓ 3P Risk Rating
- ✓ Screening and remediation
- ✓ Ongoing monitoring
- ✓ Order and store Due Diligence investigations on 3Ps
- ✓ Host 3Ps training
- ✓ Analytics
- ✓ Auditable log of all user activity

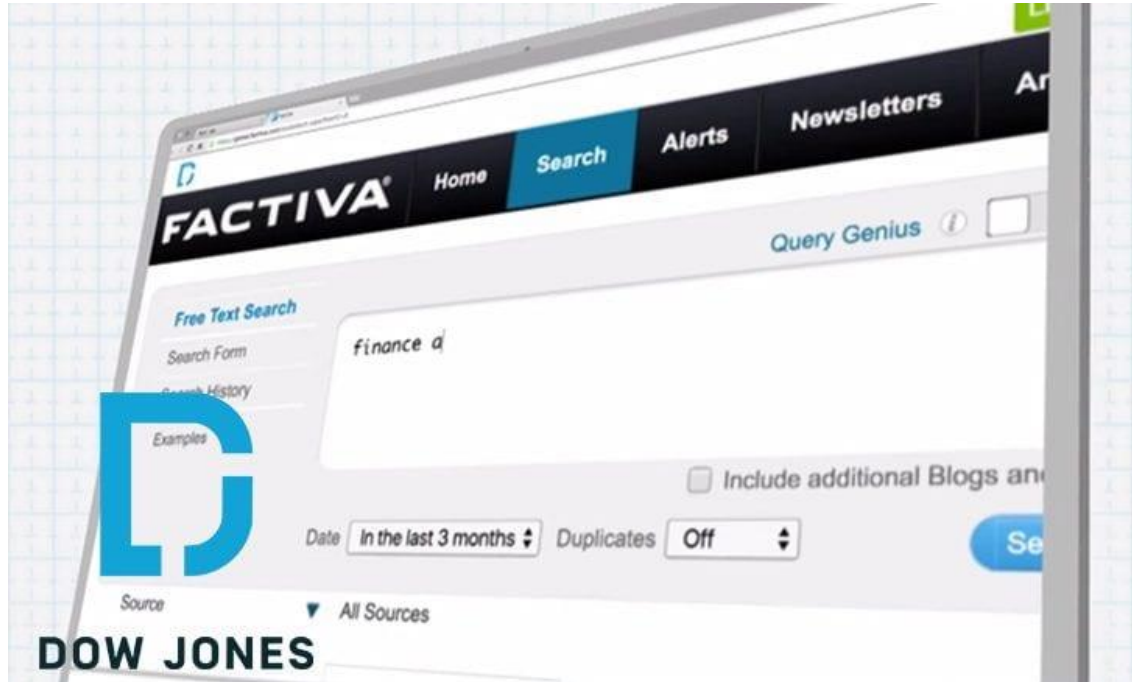
# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### I.1 Third Party Procedure | 3P Management Platform and Screening Tools

DOW JONES | FACTIVA - screening tools for conducting 2<sup>nd</sup> level enhanced Due Diligence



#### Main Features:

- ✓ Screening on companies and individuals
- ✓ Enhanced Adverse Media Screening
- ✓ Ultimate Beneficial Owners (UBOs) identifier
- ✓ Real time alerts on selected entities

# Mota-Engil Group General Internal Standards

## Compliance Code, Policies and Procedures

### I.2 Gifts and Hospitality Procedure

- ✓ Mota-Engil permits the giving and accepting of gifts of nominal or token value, and reasonable hospitality and entertainment of Company clients and third parties;
- ✓ Employees should never accept gifts or hospitality from counterparties or individuals dealing with the Company unless they are customary and commonly accepted business courtesies, and given without any implication of influence over business decisions;
- ✓ All gifts must be registered using the **Gifts and Hospitality Register form**;
- ✓ Mota-Engil's Gifts and Hospitality Procedure was last updated and approved on 20<sup>th</sup> December 2022.



**Gifts and Hospitality Register**

Mota-Engil allows the donation and acceptance of gifts up to a maximum value of €100, provided that they are linked to a legitimate business purpose. Please refer to the "Gifts and Hospitality Procedure" for further information.

Hi, Maria. When you submit this form, the owner will see your name and email address.

\* Required

1. ME Company \*

Please type SAP number with 4 digits

Number must be between 1000 ~ 9999

2. Employee Line Manager \*

Please type your Line Manager's e-mail

Enter your answer

3. Type of Third Party Entity associated with the Gift \*

☐ Private

☐ Public

**Ofertas e Hospitalidades Workflow**

Olá Filipe Guerra  
27-12-2022

Pendente de ação Compliance (7)	Enviado para aprovação (3)	Aprovado (23)	Recusado (27)
<p>Submetido por: [User] 27/12/2022</p> <p>Empresa Mota-Engil: 1000 - ME GLOBAL SERV. PART. ADM. TÉCNICOS S.A.</p> <p>Data de oferta: 27/12/2022</p> <p>Ação Mota-Engil: Oferta Recebida</p> <p>Tipo Entidade: Pública</p> <p>Entidade Parceira: 1111111</p> <p>NIF/ Denominação EP: PT NIF 123</p> <p>Valor Recebido Est.: 123 €</p> <p>É o Receptor/Emissor: Sim</p> <p><b>Pendente</b></p> <p>Justificativo de Status: Entidade Parceira é pública ou representante de entidades públicas.</p>	<p>Submetido por: [User] 27/12/2022</p> <p>Empresa Mota-Engil: 1000 - ME GLOBAL SERV. PART. ADM. TÉCNICOS S.A.</p> <p>Data de oferta: 29/11/2022</p> <p>Ação Mota-Engil: Oferta Recebida</p> <p>Tipo Entidade: Pública</p> <p>Entidade Parceira: 1111111</p> <p>NIF/ Denominação EP: n/a</p> <p>Valor Recebido Est.: 20 €</p> <p>É o Receptor/Emissor: Não</p> <p>Receptor/Emissor: adelino.meireles@mesp...</p> <p><b>Enviado para Resp. CC</b></p> <p>Justificativo de Status: Enviado para aprovação (Maria Fonseca, maria.fonseca@mota-engil.pt) no dia 27/12/2022 17:37. Envio para Resp. CC por Maria Fonseca.</p>	<p>Submetido por: [User] 27/12/2022</p> <p>Empresa Mota-Engil: 4000 - MEEC ÁFRICA, S.A. - SUCURSAL ANGOLA</p> <p>Data de oferta: 07/12/2022</p> <p>Ação Mota-Engil: Oferta Dada</p> <p>Tipo Entidade: Privada</p> <p>Entidade Parceira: 5555555</p> <p>NIF/ Denominação EP: jil</p> <p>Valor Oferecido Est.: 8 €</p> <p>Nº Ofertas: 2</p> <p>É o Receptor/Emissor: Não</p> <p>Receptor/Emissor: alexandra.andres@mota...</p> <p><b>Aprovado Automaticamente</b></p> <p>Justificativo de Status: Oferta em conformidade com regras de limites individuais de ofertas a terceiros privados, quer individualmente quer no acumulado.</p>	<p>Submetido por: [User] 27/12/2022</p> <p>Empresa Mota-Engil: Empresa 1371 registrada não encontrada.</p> <p>Data de oferta: 19/12/2022</p> <p>Ação Mota-Engil: Oferta Dada</p> <p>Tipo Entidade: Privada</p> <p>Entidade Parceira: 1234567</p> <p>NIF/ Denominação EP: PT502639871</p> <p>Valor Oferecido Est.: 101 €</p> <p>Nº Ofertas: 1</p> <p>É o Receptor/Emissor: Sim</p> <p><b>Recusado Automaticamente</b></p> <p>Justificativo de Status: Limite máximo (1000€) do montante de oferta individual superado.</p>

# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### I.3 Corporate Social Responsibility and Donations Procedure

- ✓ Charitable contributions and sponsorship of public interest activities of recognized charities and non-profit organizations are allowed, so long as such support is not used to reward the recipient for present, past or future use or support of Mota-Engil projects or to result in a business advantage;
- ✓ Every effort must be made to ensure that donations are not being used as an improperly by a public official or persons affiliated with public officials;
- ✓ Mota-Engil's Corporate Social Responsibility and Donations Procedure was last updated on 30<sup>th</sup> October 2023.

# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### I.4 Cash Procedure

- ✓ The payment of expenses using petty cash fund should be exceptional and related with the Company business activity;
- ✓ The maximum amount which may be claimed in respect of any item through the petty cash system is EUR 150. The payment of donations, sponsorships and any consultant fees using petty cash is prohibited;
- ✓ Mota-Engil's Cash Procedure was approved on 5<sup>th</sup> July 2017.

# Mota-Engil Group General Internal Standards



## Compliance Code, Policies and Procedures

### I.5 Conflicts of Interest Procedure

- ✓ The Group's Employees should avoid ethical, legal, financial, personal, or other conflicts of interest, and ensure that their personal activities and interests do not conflict with their obligations to the Group;
- ✓ We understand that avoiding a conflict of interest may not always be possible or practical. The required action for an employee who does not or cannot avoid a conflict of interest is to disclose it;
- ✓ Disclosure must take place as soon as the employee identifies that there may be a conflict of interest and, whenever possible, before the employee engages in the conduct in question;
- ✓ Mota-Engil's Conflicts of Interest Procedure was last updated on 13<sup>th</sup> May 2024.

## Compliance Code, Policies and Procedures

### I.6 Organizational Conflicts of Interest Procedure

- ✓ Jurisdictions around the world recognize that an organizational conflict of interest may result in the disqualification of a bidder. Since organizational conflicts of interest can be so varied it is important to address them with a procuring agency so that the Group and the agency, can take appropriate mitigating steps;
- ✓ Having an organizational conflict of interest can become a problem or a legal matter if it gives rise to an unfair competitive advantage or undermines the Group's service to a public agency;
- ✓ Business units within the Group should be careful to note when and where they may be required to make disclosures regarding a potential or actual conflict of interest. A discussion within the affected business unit should be the starting point for identifying and potentially disclosing an organizational conflict of interest;
- ✓ Mota-Engil's Organizational Conflicts of Interest Procedure was approved on 23<sup>rd</sup> May 2024.

# Training and Communication



✓ In the year 2024 we recorded 20.500 sessions of certified web-based training performed by our employees on integrity and compliance topics.

YEAR	COMPLIANCE TRAINING TOPIC	CALENDAR	CURRENT STATUS
2021	Anti Money Laundering	1T 2021	Finished
	Privacy & Confidential Information	1T 2021	Finished
	Conflicts of Interest	2T 2021	Finished
	Fair Competition	4T 2021	Finished
2022	Creating Strong Passwords	2T 2022	Finished
	Harassment & Discrimination	2T 2022	Finished
	Phishing	2T 2022	Finished
	Social Media - Maintaining Security	3T 2022	Finished
2023	Whistleblowing	2T 2023	Finished
2024	Code of Ethics and Business Conduct	1T 2024	Finished
	Avoiding Retaliation	2T 2024	Finished
	Corruption and Bribery	3T 2024	Finished
	Gifts and Hospitality Campaign	4T 2024	Finished
2025	Harassment and Discrimination	1T 2025	In progress
	Fair Competition	2T 2025	In progress
	Human Rights	3T 2025	To be determined
	Gifts and Hospitality	4T 2025	To be determined

Training Program | In this issue: Reporting Misconduct

COMPLIANCE BRIEF

REPORTIN

Reluctant to Call the Ethics & Compliance Hotline?

The integrity, transparency, honesty and trustworthiness of our employees are essential to our success. We encourage you to report any misconduct or unethical behavior you witness or experience. Your report will be handled confidentially and you will be protected from retaliation.

Your contribution is confidential and will be reported.

ETHICS & COMPLIANCE

Training Program | In this issue: Anti Bribery and Corruption

COMPLIANCE BRIEF

ANTI BRIBERY

Coming Face-to-Face with CORRUPTION?

Our company's code of ethics and business conduct states our anti-bribery policy is corruption. We do not allow gifts, favors or services that create a conflict of interest or the appearance of one. Gifts and gratuities must never influence, or appear to influence, business decisions. For more information, see our website at [www.mota-engil.com](#).

For help or questions, please contact the Compliance Hotline.

COMPLIANCE HELPLINE

Training Program | In this issue: Giving and Receiving Gifts

COMPLIANCE BRIEF

GIVING AND RECEIVING

Gifts...What Should I Do?

Gifts and gratuities must never influence, or appear to influence, business decisions. For more information, see our website at [www.mota-engil.com](#).

For help or questions, please contact the Compliance Hotline.

COMPLIANCE HELPLINE

Training Program | In this issue: Conflicts of Interest

COMPLIANCE BRIEF

CONFLICTS OF INTEREST

MARK YOUR CALENDARS

COMING FACE-TO-FACE WITH CONFLICTS OF INTEREST

Our company's code of ethics and business conduct states our policy on conflicts of interest. We do not allow any conflict of interest that could influence, or appear to influence, business decisions. For more information, see our website at [www.mota-engil.com](#).

For help or questions, please contact the Compliance Hotline.

COMPLIANCE HELPLINE

Training Program | In this issue: Fair Competition

COMPLIANCE BRIEF

FAIR COMPETITION

MARK YOUR CALENDARS

COMING FACE-TO-FACE WITH FAIR COMPETITION

Our company's code of ethics and business conduct states our policy on fair competition. We do not allow any unfair competition that could influence, or appear to influence, business decisions. For more information, see our website at [www.mota-engil.com](#).

For help or questions, please contact the Compliance Hotline.

COMPLIANCE HELPLINE

Training Program | In this issue: Harassment and Discrimination

COMPLIANCE BRIEF

HARASSMENT & DISCRIMINATION

MARK YOUR CALENDARS

COMING FACE-TO-FACE WITH HARASSMENT OR DISCRIMINATION?

You can take action!

Find ways to change your own behavior. Encourage others to acknowledge and change their behavior. Report any discriminatory or harassing behavior to a supervisor, Discrimination and Harassment Counselor (DHC) or Ethics Hotline.

ETHICS HOTLINE | [ETICA@MOTA-ENGIL.COM](#)

MOTA-ENGIL

DO YOU KNOW THE GROUP'S CODE OF ETHICS AND BUSINESS CONDUCT?

- ✓ Principles of Conduct
- ✓ Regulatory Compliance
- ✓ Integrity and Respect
- ✓ Whistleblowing
- ✓ Non-Retaliation
- ✓ Disciplinary Action

COMPLIANCE PROGRAM

MOTA-ENGIL

AVOIDING RETALIATION

Awareness Program

Have you ever witnessed a situation where an employee spoke up about misconduct and then was subject to some kind of retaliation – either at the hands of a manager or other co-workers?

If you become aware of this type of situation, or if you feel that you are being a victim of this type of action, you must immediately report it to the Human Resources or to the Group's Ethics Channel, available on Mota-Engil website and accessible through the QR code.

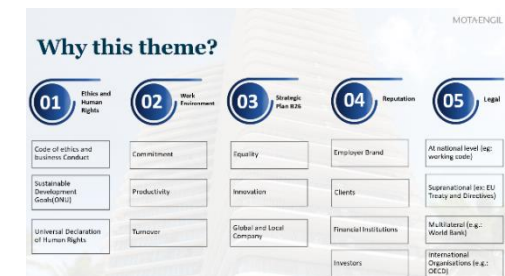
COMPLIANCE PROGRAM



# Training and Communication




- ✓ Anti-Corruption Compliance Training for Mota-Engil Africa – Several in-room training actions given by Skadden (UK) LLP and completed during last quarter 2015 in different countries (Portugal, Malawi, Angola, Mozambique and South Africa);
- ✓ eLearning Compliance Program Mota-Engil – Training supported on Mota-Engil’s LMS platform (SuccessFactors) and 2800 employees completed training (82% of total target);
- ✓ Awareness Actions about the New 3P Procedure and training in the 3P Assessment platform – Diligent. More than 60 remote sessions held from June 2019 to June 2022, with the participation of more than 150 Group employees;
- ✓ Training session on Diligent platform which supports the Third Party Full Process, held on 18th Sep’19 and attended by 88 System users;
- ✓ Compliance Session 2019 (24<sup>th</sup> May’19) – In-room and remote training to 136 Group Top Managers given by Skadden (UK) LLP;
- ✓ Other training actions performed in 2019 and 2022, organized locally by the Business Units in Latin America (Mexico, Peru and Brazil) and Africa (Uganda);
- ✓ Fair Competition Session (21<sup>st</sup> September 2021) - Training targeted at risk groups;
- ✓ Several seminars were also held in 2022 with the participation of the Discrimination and Harassment Counsellors (DHC) of the various Group companies.



# Training and Communication

## Internal Portal | ON.ME

[ON.ME](#) [Workplace](#) [People](#) [Communication](#) [Multimedia / Documentation](#) [World](#)

Leitura Avançada

Compliance

Mota-Engil - Compliance

A Mota-Engil depende do seu bom nome e reputação para continuar a escrever a história empresarial de sucesso de que todos nos orgulhamos e que é produto da dedicação e do trabalho árduo de todos nós.

Juntos, é nossa responsabilidade preservar e melhorar esta reputação. O nosso objetivo não consiste apenas em cumprir leis, regras e regulamentos aplicáveis ao negócio, também trabalhamos para cumprir padrões elevados de conduta empresarial.

Mota-Engil depends on its good name and reputation to continue writing the success story that we are all proud of and that is a product of the dedication and hard work of all of us.

Together, it is our responsibility to preserve and enhance this reputation.

Our goal is not just to comply with laws, rules and regulations; we also work and must do it to meet high standards of business ethics.

Mota-Engil confía en su buen nombre y reputación para continuar escribiendo la historia de éxito de la que todos estamos orgullosos y que es el producto de nuestra dedicación y arduo trabajo.

Juntos, es nuestra responsabilidad preservar y mejorar esta reputación.

Nuestro objetivo no es solo cumplir con las leyes, normas y reglamentos; También trabajamos y debemos hacerlo para cumplir con altos estándares de ética empresarial.

Todos somos responsáveis pelo Compliance!

We are all responsible for Compliance!

Todos son responsables por Compliance!

Awareness

Hotline

Documentation

Third Party Evaluation

## Public website

MOTAENGIL

A World of Inspiration

[INSTITUTIONAL](#) [MOTA-ENGIL IN THE WORLD](#) [BUSINESS AREAS](#) [PORTFOLIO](#) [INVESTORS](#) [SUSTAINABILITY](#) [CAREERS](#) **OMBUDSMAN** [MEDIA](#)


[START](#) [OMBUDSMAN](#)

Ombudsman

ETHICS & COMPLIANCE HOTLINE

Mota-Engil's good name and reputation are product of the dedication and hard work from all of us. It is our responsibility to preserve and improve this reputation. The goal isn't only to observe the law, rules and regulations applicable to our business and markets where we operate, but also a continuous work maintaining high ethical and business conducts standards.

Raise a concern



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[START](#) [SUSTAINABILITY](#) [ETHICS AND BUSINESS CONDUCT](#)

VISION AND STRATEGY

SOCIAL RESPONSIBILITY

CERTIFICATIONS

MANUEL ANTÓNIO DA MOTA FOUNDATION

SUSTAINABILITY REPORT

ETHICS AND BUSINESS CONDUCT

S&P'S SECOND PARTY OPINION

Ethics and Business Conduct

Any behavior related with non-compliance by the Group employees in the professional obligations described in the documents contained in this section may be reported through this [link](#).

5 of 5 items

Policy SHEQ

Code of Ethics and Business Conduct

Plan for Gender Equality

Whistleblowing and Compliance Procedure

Integrity and Compliance Program

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ETHICS | LAWS | GOVERNANCE | REGULATIONS | POLICIES | RISK | RULES | REQUIREMENTS | STANDARDS

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# Preventing and detecting



- ✓ Data driven operating model, using data in monitoring the Program effectiveness;
- ✓ Robust automated monitoring was designed to provide ongoing surveillance, review, and analysis of transactions that may rise any potential integrity concerns;
- ✓ Sampling testing focus on the effectiveness of the compliance controls and adherence to Group General Internal Standards.



# Preventing and detecting



- ✓ We have established incentives for compliance and disincentives for non-compliance, throughout a comprehensive variable compensation system and clear disciplinary measures in place;
- ✓ We conduct surveys on our employees to gauge the compliance culture;
- ✓ The Third Line of Defense: Internal Audit sets periodic audits to ensure that controls are functioning well, to understand what is working and what needs enhancement;
- ✓ Independent testing is periodically performed to evaluate our Integrity and Compliance Program maturity and spot enhancement opportunities to increase the effectiveness of the organization's program.

# Investigation of Misconduct and Remediation



- ✓ Mota-Engil sustains a well-functioning mechanism for the timely and thorough investigations of any allegations or suspicions of misconduct by the company, its employees, or third parties engaged;
- ✓ The investigations are properly scoped, objective, independent and conducted by qualified personnel ensuring that is appropriately documented, including any disciplinary or remediation measures taken;
- ✓ Whenever necessary, the heads of companies, business units or even the Executive Board are involved;
- ✓ Investigations, audit findings and remediation progress are reported to the Audit, Investment and Risk independent committee on a regular basis.

# Tone from the Top



Safeguarding integrity at work and in business is more than a legal obligation, it is an ethical obligation to ensure respect for each employee and each partner of our companies. Only on this basis can the trust and safety that enable the economic and social sustainability of any company be seen.

Thus, it is the responsibility of Mota-Engil management to ensure that the rules included in the Code of Ethics and Business Conduct and in the Anti-Corruption and Bribery, Prevention of Money Laundering and Terrorist Financing Policy, are up to date. But it is also crucial to ensure that all these rules and practices are known to all business leaders and all employees and that we have agile, easy and safe whistleblowing or general use channels.

This document identifies the path built by Mota-Engil in the definition and revision of codes and manuals, in the training provided in the most diverse points and levels of the Group and in the institutionalization of those channels.

The Integrity and Compliance Program is a project in continuous review and improvement, in a permanent construction that can never be completed, to the extent and whenever our business takes on new formats, new geographies, new areas and new employees are admitted to Mota-Engil.



**Sofia Salgado Pinto**  
*Independent Director*

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SPAIN  
POLAND  
CZECH REPUBLIC  
IRELAND  
UNITED KINGDOM

MOTAENGIL  
**AFRICA**

ANGOLA  
MOZAMBIQUE  
MALAWI  
SOUTH AFRICA  
CAPE VERDE  
ZAMBIA

SÃO TOMÉ  
AND PRÍNCIPE  
ZIMBABWE  
UGANDA  
RWANDA  
TANZANIA

GUINEA CONAKRY  
CAMEROON  
IVORY COAST  
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