



Whistle-blowing Channel procedures

30th July 2019

Contents

0.	VERSIONS.....	3
1.	OBJECTIVE	4
2.	SCOPE OF APPLICATION.....	4
3.	PROCEDURE.....	4
3.1	Reporting party/notifying party.....	4
3.2	Whistle-blowing Channel.....	4
3.3	Classification of notifications.	5
3.4	Information provided to the Compliance Committee.	7
3.5	Filing of notifications/complaints.....	8

0. VERSIONS

Version	Date	Amendments
01	27 June 2018	Initial version
02	30 July 2019	Section 3.3 Classification of notifications. Section 3.5 Filing of notifications/Complaints

1. OBJECTIVE

To provide FCC Group employees and any counterparties that have a legitimate interest in their relationship with the FCC Group (customers, suppliers, shareholders, etc.), with a Whistle-blowing Channel aimed at ensuring and promoting ethical behaviour through the communication of issues or activities that may be in breach of the Code of Ethics and Conduct, as well as any criminal offences committed by the FCC Group or its employees.

2. SCOPE OF APPLICATION

Compliance with this procedure is mandatory for all personnel of the FCC Group.

3. PROCEDURE

3.1 Reporting party/notifying party

Any employee, former employee, shareholder, customer or supplier that has grounds for suspecting any irregularities, criminal activities or non-compliance with any regulations and/or policies of the FCC Group must inform the Company through the Whistle-blowing Channel, preferably disclosing their identity.

3.2 Whistle-blowing Channel

Complaints can be made using the Whistle-blowing Channel through the FCC Group's intranet, the P.O. Box (P.O. Box 19312, 28080 Madrid, Spain) or the email address canaletico@fcc.es.

The reporting party should describe the complaint in the highest level of detail possible with respect to events, dates, places, names, amounts, suppliers, customers as well as any other details that may provide greater information on the event being reported, and may also provide any documents they consider appropriate. If a complaint does not contain the information required to verify and/or investigate the events, it could not be considered.

The identity of the reporting party will preferably be disclosed in order to facilitate the investigation, enabling them to explain the circumstances through which they gained access to the information. The established system guarantees the confidentiality of the notifying party and considers the principle of non-retaliation. The Compliance Officer may request further information from the reporting party about the complaint received.

All complaints/notifications of breaches of the Code of Ethics and Conduct of FCC, especially the following categories, will be managed through the Whistle-blowing Channel:

- Corruption.
- Bribery.

- Influence peddling.
- Crimes against natural resources and the environment.
- Uncovering and disclosure of secrets.
- Fraud and deception.
- Money laundering.
- Manipulation of public financial information (securities market).
- Crimes against public authorities.
- Crimes against urban planning and land development.
- Crimes against public health.
- Financing of political parties.
- Harrassment.
- Breach of the Code of Ethics.

The Corporate Whistle-blowing Channel is the primary means for communicating the registration, channelling and management of complaints regarding the FCC Group, without prejudice to the existence of individual local channels (required under local regulations) whose operation will be coordinated through the Compliance Committee of the FCC Group, ensuring all notifications will be received by the Corporate Compliance Officer to guarantee their integrity and to ensure they are evaluated in an appropriate and complete manner.

3.3 Classification of notifications.

The Corporate Compliance Officer will be in charge of receiving the notifications/complaints and for evaluating their admissibility, classifying them by means of a valuation card (see appendix), on a preliminary basis, by type and risk, according to the following criteria:

High Risk Notifications

The following are considered high risk notifications:

- Crimes of corruption, bribery and influence peddling.
- Crimes associated with natural resources and the environment with a significant impact on the FCC Group.
- Fraud in preparing the financial statements that has a material impact.
- Money laundering.
- Financing of political parties.
- Workplace, sexual or gender-based harassment.
- Breach of the Code of Ethics with a significant impact on the FCC Group.
- Interpretation of the Code of Ethics and Conduct.

- Conflicts of interest that are significant or that involve management.
- Leaking of important information.
- Notifications regarding the actions of managers that represent a breach of the Code of Ethics and Conduct.
- Notifications regarding the actions of managers at all levels made through the Whistle-blowing Channel.
- Any other actions that might have a significant impact on the FCC Group's reputation.

These notifications will be managed by the Corporate Compliance Committee and by the Corporate Compliance Officer. The Corporate Compliance Committee shall notify the Business Compliance Officer, unless the Corporate Compliance Committee agrees otherwise.

Medium Risk Notifications

Those with no significant impact on the reputation of the FCC Group and the legal entity, associated primarily with the application of the Code of Ethics and Conduct.

➤ Main categories:

- Inappropriate use of company assets.
- Breaches of specific controls mitigating criminal risks.
- Conflicts of interest from management level down.
- Notifications regarding actions of employees with the category of manager or lower made through the Channel.
- Breaches of the Code of Ethics and Conduct with no significant impact on the FCC Group.
- Practical issues associated with applying the Code of Ethics and Conduct, specific of each business

They will be communicated by the Corporate Compliance Officer to the Compliance Committee for information purposes and their management will be delegated to the Business Compliance Officer. However, the Compliance Officer will follow up on their resolution.

Other notifications

Other notifications are those that the Compliance Committee has no competence over because of their content. Although they are reported to the Committee by the Corporate Compliance Officer for information purposes, the latter will be responsible for delegating their treatment and resolution to other specific areas of the organisation when it deems appropriate. Other notifications are those related to:

- Issues related to commercial operations.
- Complaints regarding other employees.
- Comments or suggestions for improvement.
- Queries of any other type.
- Other communications that are not directly related to the previous points.

3.4 Information provided to the Compliance Committee.

All complaints/notifications will be presented monthly to the Compliance Committee by the Corporate Compliance Officer, reporting on their classification by type and risk, and for the information of the Compliance Committee and/or to provide them with the knowledge required to determine whether or not the facts need to be investigated. In addition, and at each meeting of the Committee, the Corporate Compliance Officer will report on the status of previous notifications/complaints, including, among others, the following:

- Total number of notifications received in a month.
- Number of pertinent and non-pertinent notifications received and the appropriate explanation.
- Status of the notifications received.
- Number of notifications resolved.

If notifications or complaints are received that contain sufficient indications of non-compliance or irregularity so as to pose a criminal risk to the FCC Group, the Corporate Compliance Officer will inform the Compliance Committee as soon as possible by calling an extraordinary meeting to determine whether there is a need to initiate an investigation procedure and to define the person in charge or the leader of the investigation.

How investigations are managed is established in the Investigation and Response Procedure.

Once the complaint has been investigated, the Corporate or Business Compliance Officer will prepare a report with information on the content and evaluation of the complaint, as well as an analysis and proposed action measures.

The Compliance Committee will evaluate the action proposal presented by the Corporate Compliance Officer, which will be shared with HR (regarding application of the corresponding penalty regime) and forwarded to the General Director of the affected business, informing the Chief Executive Officer of the Group.

The execution of the action proposal, once approved by the Compliance Committee, will be transferred to the competent body within the company for effective application.

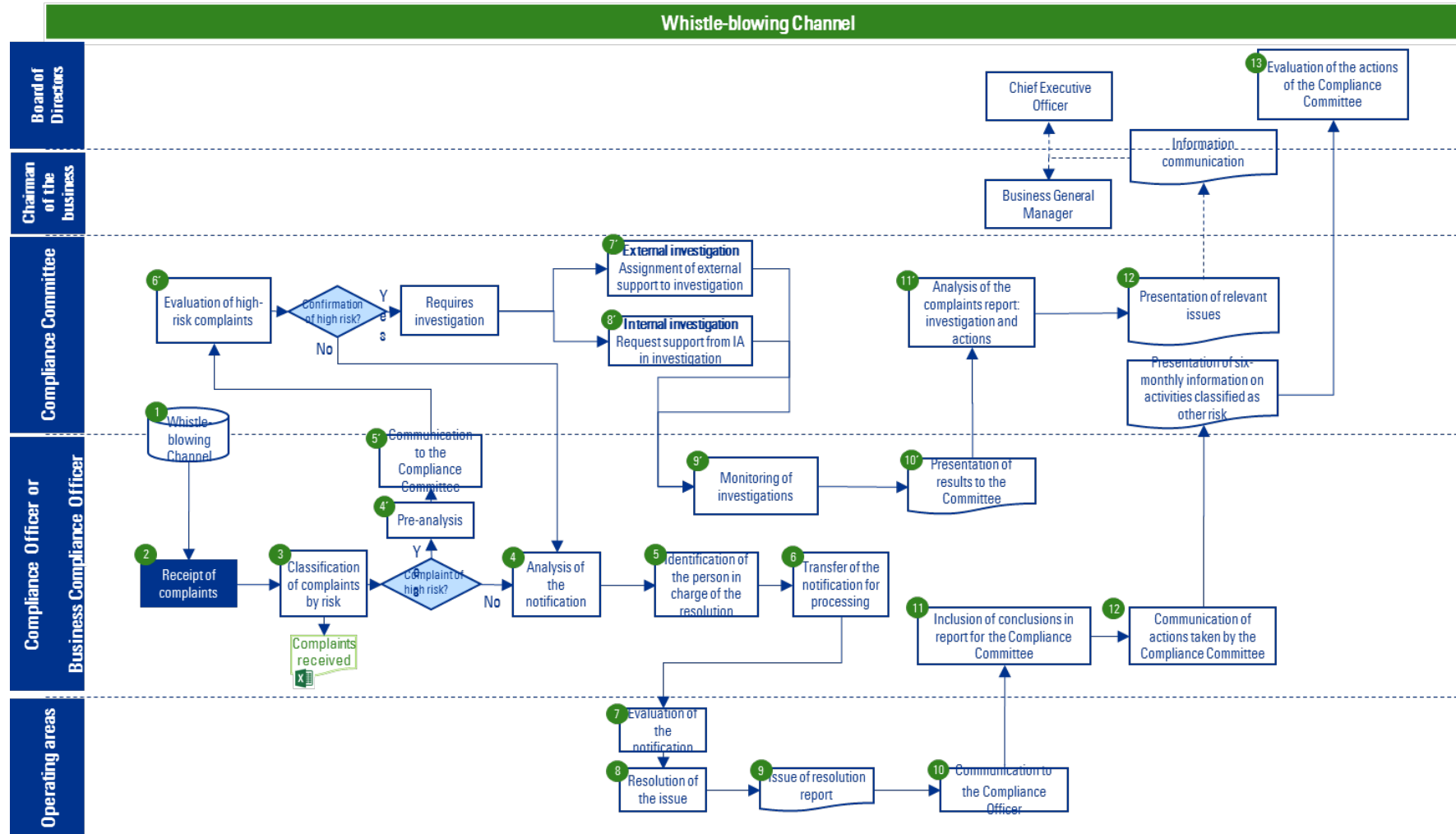
Additionally, the Corporate or Business Compliance Officer will inform the notifying/reporting parties that the issues raised have been processed and whether or not they have been resolved.

3.5 Filing of notifications/complaints

The supporting documentation for the notifications/complaints will be stored in a duly protected database set up for this purpose, with access restricted to the members of the Compliance Committee and the Corporate Compliance Officer (Complaint Management System).

This system allows you to store and/or retrieve key information about each notification/report, including the date and source of the original report, results of interviews, results of the investigation, pending tasks, final resolution, the chain of custody of any evidence or key information.

With regard to storing the data contained in each notification/report the Data Protection regulation in force will be complied.



APPENDIX. NOTIFICATION CLASSIFICATION MODEL

FILE FOR DOCUMENTING NOTIFICATIONS/COMPLAINTS	
Code/number of the notification/complaint: Date of receipt: Notifying party:	
A. Mechanism for communicating the notification/complaint (mark)	
☐ On-line through the corporate intranet (http://fccone.fcc.es/web/fccone/canal-etico-fcc). ☐ P.O. Box (P.O. Box 19312, 28080 Madrid, Spain) ☐ E-mail (canaletico@fcc.es , denunciaacoso@fcc.es) ☐ Other means (indicate) 	
B. Brief description of the contents of the notification/complaint received 	
C. Admissibility analysis	
☐ Inquiry ☐ Notification/ Non-relevant complaint ☐ Notification/ relevant complaint	
D. Classification of the notification/complaint based on the level of risk (mark)	
c.1 HIGH RISK	
☐ Crimes of corruption, bribery and influence peddling. ☐ Crimes associated with natural resources and the environment with a significant impact on the FCC Group. ☐ Fraud with significant impact on the financial statements. ☐ Money laundering. ☐ Financing of political parties. ☐ Workplace, sexual or gender-based harassment. ☐ Breach of the Code of Ethics with a significant impact on the FCC Group. ☐ Interpretation of the Code of Ethics. ☐ Conflicts of interest that are significant or that involve management. Leaking of important information. ☐ Loss of relevant information. ☐ Notifications regarding actions of Directors that constitute a breach of the Code of Ethics and Conduct ☐ Notifications regarding the actions of managers at all levels made through the Channel. ☐ Any other crimes that might have a significant impact on the FCC Group's reputation.	
c.2 MEDIUM RISK	
☐ Inappropriate use of company assets. ☐ Breaches of specific controls mitigating criminal risks. ☐ Conflicts of interest from management level down. ☐ Notifications regarding actions of persons with the category of manager or lower made through the Channel. ☐ Breaches of the Code of Ethics and Conduct without significant impact or material for the FCC Group ☐ Practical application of the Code of Ethics and Conduct.	
c.3 OTHER NOTIFICATIONS	
☐ Issues related to commercial operations. ☐ Complaints regarding employees. ☐ Comments or suggestions for improvement. ☐ Consultations of any kind ☐ Other communications that are not directly related to the previous points.	
D. Conclusion	
☐ High risk: report to the Compliance Committee. ☐ Medium risk: management of the notification by the Compliance Officer and sending, where appropriate, to the Compliance Officer of the businesses. Monthly status report to the Compliance Committee. ☐ Other notifications. (Management of the notification by the Corporate Compliance Officer and sending, where appropriate, to other areas of the organisation.	
Comments. 	