



viroque energy

CRIMINAL COMPLIANCE POLICY

CRIMINAL COMPLIANCE MANAGEMENT SYSTEM

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The Viroque Group, comprising the entities VIROQUE GROUP S.L.; VIROQUE ENERGY S.L. and VIROQUE PETROLEUM S.L. shall carry out its activities and operations in compliance with all applicable laws and regulations and shall implement guidelines, policies, and internal procedures that ensure said laws and regulations are followed.

The Viroque Group identifies, manages, and reports any risk of criminal non-compliance to the Governing Body and Management for preventive purposes.

Inappropriate behaviour by a single director, worker, or other person who performs a role for the Viroque Group could damage our image and reputation within a very short amount of time.

Therefore, we must actively work to prevent and avoid this possibility.



CRIMINAL COMPLIANCE POLICY

This requires that all people who are part of the Viroque Group carries out their activities with a firm commitment to complying with current legislation and regulations, our ethical principles, our Compliance Management System and internal policies, as well as the procedures and controls established in the Group.

The purpose of this Policy is to send a message to the personnel of the Viroque Group, as well as any associated third parties, about our complete opposition to any illicit, criminal, or similar act.

In no event can there be any justification (and it is therefore forbidden) for personnel to commit a crime, even if such an act could appear to benefit the Viroque Group in any way. In addition, the Group is ready to combat such actions and prevent any damaging of its image and reputation.



CRIMINAL COMPLIANCE POLICY

This Compliance Policy is the reference framework for the Compliance Management System in the Viroque Group, which is known by all personnel and driven by the Governing Body. The scope of the policy covers activities within the processes carried out by the Group and people who carry it out.

MANAGEMENT



Why have a Compliance Management System?

The main reasons to implement an effective and efficient Compliance Management System are as follows:



Solid business culture: guidance regarding appropriate and correct behaviour for management and workers.



Liability and fines: to avoid criminal/civil liability and the Viroque Group receiving penalties and fines.



Legal claims: to avoid third-party claims against the Viroque Group.



Why have a Compliance Management System?



Reputational risk: to ensure that the reputation of the Viroque Group is not harmed and its value is preserved.



Clients: to maintain and guarantee the business, important clients require that their suppliers comply with all applicable laws and regulations.



Supply chain management: to guarantee the reduction of risk in the supply chain, ensuring the application of responsible and ethical business practices in global supply chains.



CRIMINAL COMPLIANCE MANAGEMENT SYSTEM

The Viroque Group has a Compliance Management System that meets the requirements set out in this document and is aligned with the purposes of the organisation.

The subjective scope of the Compliance Management System affects all people, activities, and all entities of the Viroque Group.

To establish an effective Management System, the Viroque Group considers the following steps:



Identification and evaluation of risks



Development of preventive measures



Implementation of measures



Detection, response, and verification of efficacy



Creation of reports



Continuous improvement of its Management System



CRIMINAL COMPLIANCE MANAGEMENT SYSTEM

The Criminal Compliance Management System is the result of the Viroque Group fulfilling its Criminal Compliance objectives by meeting the following requirements:

- COMMITMENT
- COMPLIANCE OFFICERS RISK
- IDENTIFICATION AND ASSESSMENT
- DEVELOPMENT OF CORRECTIVE MEASURES
- TRAINING
- COMPETENCE
- COMMUNICATION CHANNEL
- PENALTIES FOR INAPPROPRIATE CONDUCT
- DELEGATION OF POWERS
- OBJECTIVES



The Group's Management is responsible for developing and implementing a Compliance Management System based on the application of suitable policies and procedures that guarantee the fulfilment of all applicable laws and regulations.

Appointing a person responsible for fulfilment does not release Management from its responsibility to establish an effective Criminal Compliance System.

The Management of the Viroque Group hereby states its commitment to abiding by the criminal regulations (“higher position more responsibility”) and abides by the requirements of this Criminal Compliance Policy and the implemented Criminal Compliance Management System.

The Viroque Group is committed to continually improving the Criminal Compliance Management System.



COMPLIANCE OFFICER

The Governing Body has appointed a Compliance Officer who has a legal and economic understanding of problems with regulatory compliance and is reliable.

The responsibilities and tasks assigned to the Compliance Officer are well defined and documented. This shall be done by means of an appointment letter from the Governing Body addressed to and validated by the Compliance Officer.

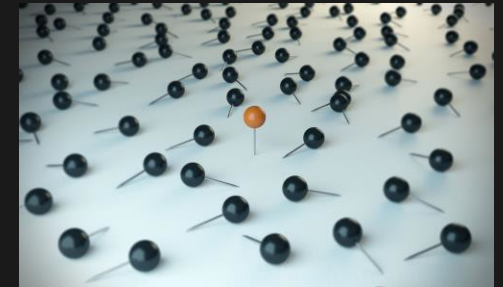
The Compliance Officer has the necessary resources to fulfil their obligations correctly.

The Compliance Officer works alongside the Group's management and collaborates with other bodies of the Organisation, acting with authority and independence inherent to their functions.



RISK ASSESSMENT AND IDENTIFICATION

The Criminal Compliance Management System is based on a documented process, in which criminal compliance risks are identified and assessed. The identification and assessment of risks takes place annually or in response to an extraordinary event, significant change to the structure or activity of the Viroque Group, changes to jurisprudence, or when there are relevant legislative changes.



DEVELOPMENT OF CORRECTIVE MEASURES

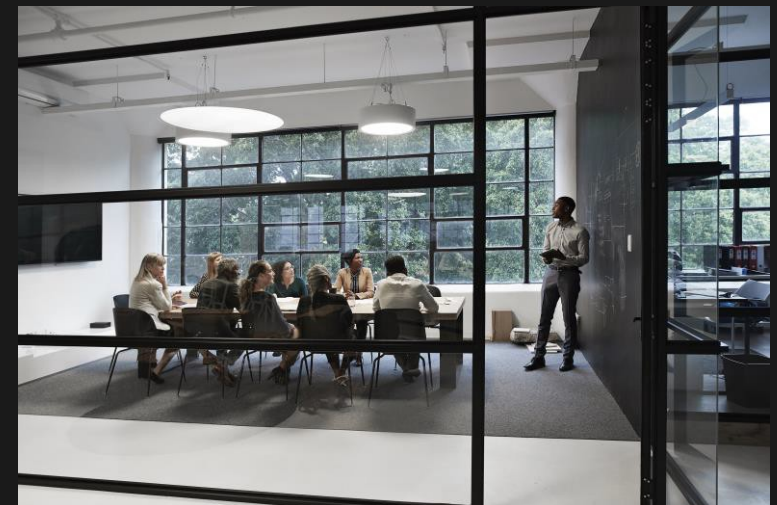
Once the process of identifying and assessing risks has taken place, measures shall be developed to eliminate the cause of a potential risk and avoid it arising.

The Viroque Group develops or revises existing documents on compliance (considering the results of the risk identification and assessment).



Employees receive annual training on Compliance and attendance at said training is documented.

The contribution of the company's personnel to the effectiveness of the Criminal Compliance Management System is vital to ensuring that they help to prevent and identify criminal risks, avoiding any such situations and acknowledging risk factors.



The Viroque Group provides assurances that the Compliance Officer is competent, and that they have the required education, training, and experience to perform their functions.



The performance objectives are reviewed regularly to ensure that there are reasonable safeguards in place to avoid taking on criminal risks or promoting inappropriate conduct in relation with criminal compliance.

The Viroque Group has implemented an effective Communication Channel whereby workers and third parties can report any information in the event pertaining to any non-compliance to the company's Compliance Officer.

The Viroque Group makes the Communication Channel available to personnel and third parties with a direct relationship and legitimate professional or commercial interest, regardless of their hierarchical level or geographical location or function, to:

- Report non-compliances in relation to the Code of Ethics and Conduct or any other internal regulation that they become aware of and could affect the organisation, provided the non-compliance has been committed by personnel, suppliers, or third parties with which there is a labour, commercial, or professional relationship.



COMMUNICATION CHANNEL

All workers, as well as interested parties, who have any reasonable reason to believe there is an irregularity or act that goes against the law or internal regulations, must report this through the Communication Channel.

The Viroque Group guarantees full confidentiality for the person who makes the report, as well as the absence of any retaliation for any communication made in good faith.

If necessary, the person who makes a report may do so anonymously.

The Communication Channel can be found at:

<https://viroque-canaletico.appcore.es/>



PENALTIES FOR INAPPROPRIATE CONDUCT

Non-compliances require a suitable penalty, regardless of the condition of the worker in question (including, for example, the non-payment of bonuses, termination, or legal action).



DELEGATION OF POWERS

In cases in which the Management of the Viroque Group delegates decision-making in areas in which there is more than a low level of criminal risk, the Group shall establish and apply a system of control that guarantees that the decision-making process and the authority level of decision-makers are suitable and free of real or potential conflicts of interest.



The objective of the Compliance Policy is for the Viroque Group to become a leading organisation in the area of regulatory compliance, promoting respect for the law and good business practices among the rest of society and its workers.

The objectives of Criminal Compliance are aligned with the provisions of this Policy. Alongside the results of identifying and assessing criminal risks, they are subject to planned monitoring, once the assessment of the measurable (if possible) and reported criminal risks has been carried out and updated as necessary.



REVISIO N	DATE	CHANGES MADE
Revision 0	05/01/202 4	First draft





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