



**ANTI-CORRUPTION POLICY
OF BANCO SABADELL GROUP**

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1. Introduction

Banco Sabadell Group (hereinafter, “the Group”), under the scope of its activities, undertakes to safeguard integrity and promote a culture of zero-tolerance towards corruption, expressly prohibiting any and all actions of this kind. In this respect, each Group company shall establish appropriate measures aimed at preventing, detecting and effectively combating corruption in all its forms and manifestations.

Similarly, the Group undertakes to uphold the commitment adopted by its parent company Banco de Sabadell, S.A., as signatory of the United National Global Compact, with regard to compliance with the 10 principles established therein, among them that of working to combat corruption in all its forms, including extortion and bribery.

1.1. Policy Purpose

This Policy extends to the acts defined here below under the concept of “corruption”, and to the definitions established under the concept of “actions not permitted by the Group”.

1.1.1. Concept of corruption

For the purposes of this Policy, corruption, in the generic sense, is understood to mean any type of conduct that involves promoting, offering or granting and/or receiving, requesting or accepting an unwarranted benefit or advantage in return for wrongfully favouring, directly or indirectly, an employee or director of the Group or a third party.

1.1.2. Types of corruption

The main types of corruption include the following:

1.1.2.1. Bribery in the private sector

Bribery in the private sector is understood to mean the receipt, request or acceptance of an unwarranted benefit or advantage, by an employee or director of the Group, to his/her own advantage or that of a third party, in return for wrongfully favouring another party in business dealings.

It also refers to the promise, offer or grant of an unwarranted benefit or advantage to a third party, by an employee or director of the Group, to the benefit of the former or that of another party, in return for wrongfully obtaining a benefit to the advantage of said employee or director or that of another party in business dealings.

1.1.2.2. Bribery of public officials (kickbacks)

The bribery of public officials (kickbacks) is understood to mean the promise, offer or grant made, directly or indirectly, to a public official, by an employee or director of the Group, of an unwarranted benefit or advantage to the benefit of the former or that of another person or entity, in order that the aforesaid public official may act, or refrain from acting, reciprocally in the performance of his/her official duties.

1.1.2.3. Bribery of foreign public officials and the officials of international public organisations

The bribery of foreign public officials is understood to mean the promise, offer or grant made, directly or indirectly, to a foreign public official or an official of an international public organisation, in the context of international commercial activities, by an employee or director of the Group, of an unwarranted benefit or advantage to the benefit of the former or that of another person or entity, in order that the aforesaid public official may act, or refrain from acting, reciprocally in the performance of his/her official duties.

1.1.2.4 Embezzlement

Embezzlement is understood to mean the appropriation, carried out by an employee or Director of the Group in the course of economic, financial or commercial activities, of any assets, funds or securities, or any other item of value that has been entrusted to that person by reason of his/her position or duties, to his/her own benefit or that of a third party.

1.1.2.5 Influence peddling

Influence peddling is understood to mean the conduct of an employee or Director of the Group whereby he/she, taking advantage of any situation of predominance or rank, seeks to influence a public official or authority, or any other person, directly or indirectly, with the aim of obtaining an outcome that, directly or indirectly, redounds to his/her benefit or that of any other person.

1.1.2.6 Money laundering

Money laundering is understood to mean the participation of an employee or Director of the Group in the conversion or transfer of assets, in the knowledge that the aforesaid assets are the product of criminal activity, with the aim of concealing or covering up the illicit origin of those assets or of helping any person involved in the perpetration of the crime to evade the legal consequences of such activity.

1.1.3. Actions not permitted by the Group

Actions not permitted by the Group in a generic sense, specifically, any of the types of conduct listed here below, that are not allowed pursuant to the Group's rules, codes of conduct and internal policies, even when such actions are not considered to be crimes:

1.1.3.1. Facilitating payments

The disbursement, by an employee or Director of the Group, of an unwarranted payment to expedite procedures or to facilitate the provision of a service.

1.1.3.2. Gifts or handouts

Giving or receiving gifts or handouts may be considered a legitimate expense or a regular commercial practice to develop relationships or express gratitude. However, for Banco Sabadell Group, such action must be avoided if its purpose is to obtain an unwarranted advantage or to cover up an illegal transaction or when the value or circumstantial context of such a gift or handout gives rise to an understanding that the intention behind it exceeds that of a conventional greeting and, in all cases, when the purpose of the gift or handout is to alter the will of the person receiving it.

1.1.3.3. Charitable contributions and sponsorship

Charitable contributions and sponsorship are part of the legitimate efforts of businesses to play their part as socially responsible citizens and to promote their identity, brands and products.

However, the use of charitable contributions and sponsorship to generate an unwarranted advantage or as a covert method of payment must be avoided.

1.1.3.4. Political contributions

The Group assumes and respect political pluralism in the countries and regions in which it is present.

However, it does not carry out activities of any kind that may be directly or indirectly interpreted as a donation to political parties, or as sponsorship of the causes associated with such parties or their political campaigns, nor does it forgive, fully or partially, the debt or interest due from such parties, nor would it renegotiate their interest rates below those applicable under market conditions.

1.1.3.5. High risk suppliers

It is possible that Banco Sabadell Group may be affected by corrupt practices undertaken by certain suppliers acting in their own interests. A supplier is considered high-risk if it refuses to accept the criteria established at any time by the Group with regard to supplier contracting.

1.2. Objective and unit responsible

The aim of this Policy is to establish the applicable principles, core management parameters, governance structure, roles and responsibilities, procedures, tools and controls relating to anti-corruption, and to ratify the firm commitment of the Group to abide by these rules and ethical standards and, in particular, its resolute determination to fight against corruption, and to confirm the complete and absolute intolerance of any inappropriate behaviour.

The unit responsible for this Policy is the Compliance Division of the Group's parent company, which also undertakes responsibility for defining general guidelines relating to anti-corruption and the supervision of their appropriate implementation.

1.3. Scope of application

This policy shall be applicable to all Banco Sabadell Group activities. Each subsidiary must ensure the dissemination of this document by submitting it to their Board of Directors for approval and must develop the procedures and/or manuals to ensure scrupulous alignment with this Policy, with the exception of any matters that may concern regulations specific to their own geographical area.

This policy shall also apply to all of the Group's executives, legal proxies and employees and to all natural or legal persons providing services to or in the Group, as well as all collaborating partners, professionals or firms subcontracted by the same. Group companies shall inform suppliers, professionals and/or subcontracted companies of their duty to implement measures equivalent to those envisaged in this Policy, and of their duty to report to such companies any irregular activity and/or inappropriate conduct and/or any kind of corruption, pursuant to the stipulations of the POLICY ON OUTSOURCING OF FUNCTIONS OF BANCO SABADELL GROUP.

1.4. Regulatory framework

The following regulatory framework will be used as a reference for the Group as a whole, with the exception of any matters for which specific legislation exists given the nature of the activities carried out or the area in which such activities are conducted:

- U.S. Foreign Corrupt Practices Act, of 1977.
- Convention on the protection of the European Communities' financial interests, of July 1995.
- Convention on the fight against corruption involving officials of the European Communities or officials of Member States of the European Union, of May 1997.
- Organic Law 10/1995 of the Spanish Criminal Code, of November 1995.
- U.K. Bribery Act, of 2010.

Furthermore, the following reference documents were taken into consideration when developing this Policy:

- Organisation for Economic Co-operation and Development (OECD) Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, of November 1997.
- United Nations (UN) Convention against Corruption, of October 2003.
- Organisation for Economic Co-operation and Development (OECD) Good Practice Guidance on Internal controls, Ethics and Compliance, of February 2010.
- International Chamber of Commerce (ICC) Rules on Combating Corruption, 2011.

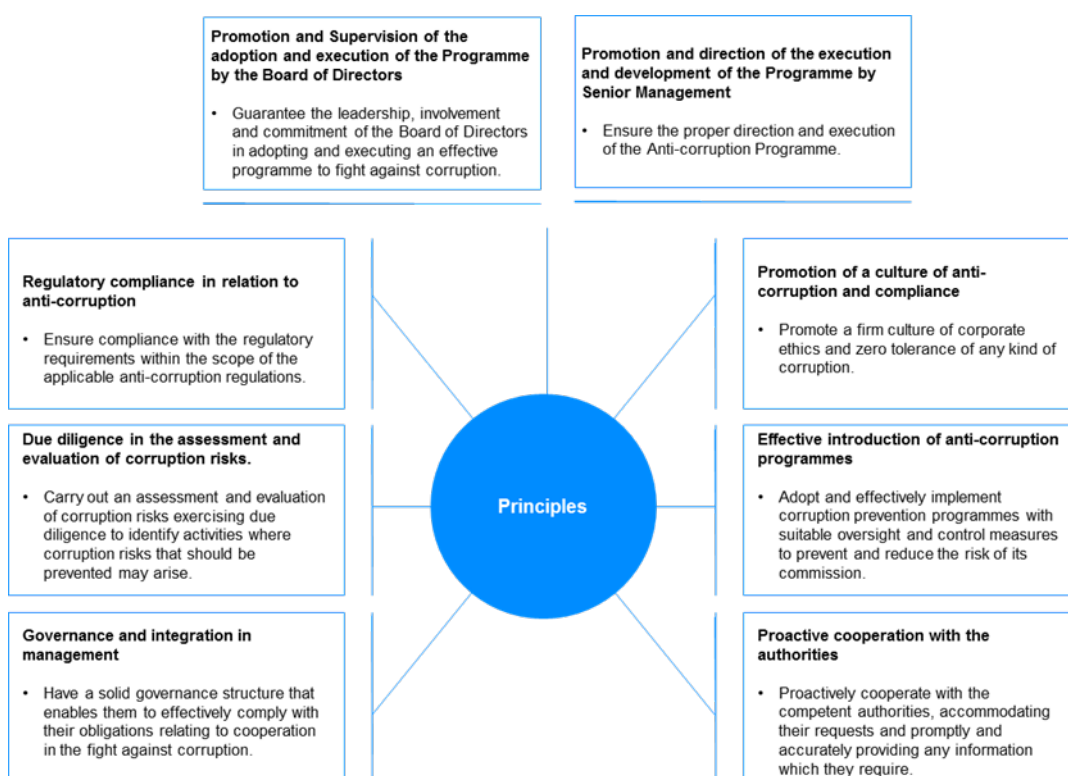
- International Chamber of Commerce (ICC) Anti-corruption Clause, 2012.
- A Guide for Anti-corruption Risk Assessment, United Nations Global Compact, 2013.
- A Practical Guide on the Anti-Corruption Ethics and Compliance Programme for Business, United Nations Office on Drugs and Crime (UNODC), October 2013.
- Anti-Corruption Ethics and Compliance Handbook, OECD, UNODC, and the World Bank Group, 2013.

2. Principles and critical management parameters

2.1. Principles

The figure below shows the principles of the BANCO SABADELL GROUP ANTI-CORRUPTION POLICY:

Figure 1. Anti-corruption principles



2.1.1. Promotion and supervision of the adoption and execution of the Programme by the Board of Directors

In each Group company, the Board of Directors, either directly or, where applicable, through the corresponding Committees, promotes and supervises the adoption and execution of a specific programme related to the fight against corruption as part of the Corporate Crime Prevention Programme. The foundations for establishing an effective anti-corruption programme (hereinafter, the Programme), capable of effectively reducing the risk of corruption, are leadership, involvement and commitment in the discharge of duties.

Its main duties include setting strategies for the implementation of an effective anti-corruption programme, the approval of the Policy, and facilitating the establishment of the necessary mechanisms and procedures for its implementation. Furthermore, they must ensure that the strategies, policies and procedures are adequate, effectively implemented and regularly reviewed, assigning sufficient resources for such purposes.

In this regard, the Board of Directors of the parent company of the Group, Banco de Sabadell, S.A. (hereinafter, the Institution), designates the Corporate Ethics Committee (CEC) as the body responsible for the supervision and compliant operation of the Programme initially

implemented in the Institution and gradually rolled out, applying the proportionality principle, to other Group companies.

2.1.2. Promotion and direction of the execution and development of the Anti-corruption Programme by Senior Management

Senior Management promotes, coordinates and emphasises the guidelines relating to the execution and development of the Programme.

2.1.3. Regulatory compliance in relation to anti-corruption

Each Group company must ensure that they comply with the applicable regulatory requirements relating to anti-corruption. Regulatory recommendations and guidelines must also be adhered to, in order to implement the best practices in this regard.

In terms of the regulatory framework set out in this Policy, Standard UNE 37001:2017 of the Spanish Association for Standardisation, in relation to anti-bribery management systems, should be taken into account. This is a non-mandatory regulation which, through consensus among the various parties concerned, sets out international best practice in the area, establishing guidelines, specifications, requirements and recommendations with the aim of reaching the highest possible level of operation of the anti-corruption programme set up in each Group company.

In all cases, the management and oversight of compliance must be carried out in line with the specifications of the BANCO SABADELL GROUP COMPLIANCE POLICY and the BANCO SABADELL GROUP CORPORATE CRIME PREVENTION POLICY.

2.1.4. Promotion of a culture of anti-corruption and compliance

The Group's parent company must ensure that the anti-corruption programme promotes a firm culture of corporate ethics, with zero tolerance of any kind of corruption, such that the effectiveness of the programme is demonstrated by the importance that management staff and employees attach to it when making decisions, and by the extent to which it constitutes a faithful representation of the culture of compliance.

In any case, the corporate culture, ethical and corporate values, and the general standards of behaviour and conduct that govern within the Group, are reflected in the BANCO SABADELL GROUP CODE OF CONDUCT.

2.1.5. Due diligence in the assessment and evaluation of corruption risks.

Each Group company must carry out an assessment and evaluation, with due diligence, of the sources of corruption risks, in order to identify and prevent activities where such risks may materialise and, as a result, any legal consequences that may arise.

The nature and scope of such risks must be evaluated, and so must the implementation of due diligence arrangements and procedures in relation to the transactions, projects and activities, business partners and categories of staff exposed to such corruption risks.

2.1.6. Effective implementation of anti-corruption programmes

As part of their Corporate Crime Prevention model, the Group companies must effectively adopt and implement anti-corruption programmes, establishing appropriate oversight and control measures to prevent or significantly reduce the risk of corruption-related activities.

In this respect, the established anti-corruption programmes must be clear, precise and effective and adapted in all cases to each institution and its specific risks. To this end, it shall be necessary to identify and adequately manage the corruption risks, establishing measures for their adequate mitigation.

2.1.7. Governance and integration in management

The Group companies must have a solid governance structure that enables them to effectively comply with their obligations relating to cooperation in the fight against corruption.

It shall also be necessary to guarantee that the principles and critical management parameters defined in this Policy are correctly incorporated into their business processes.

2.1.8. Proactive cooperation with authorities

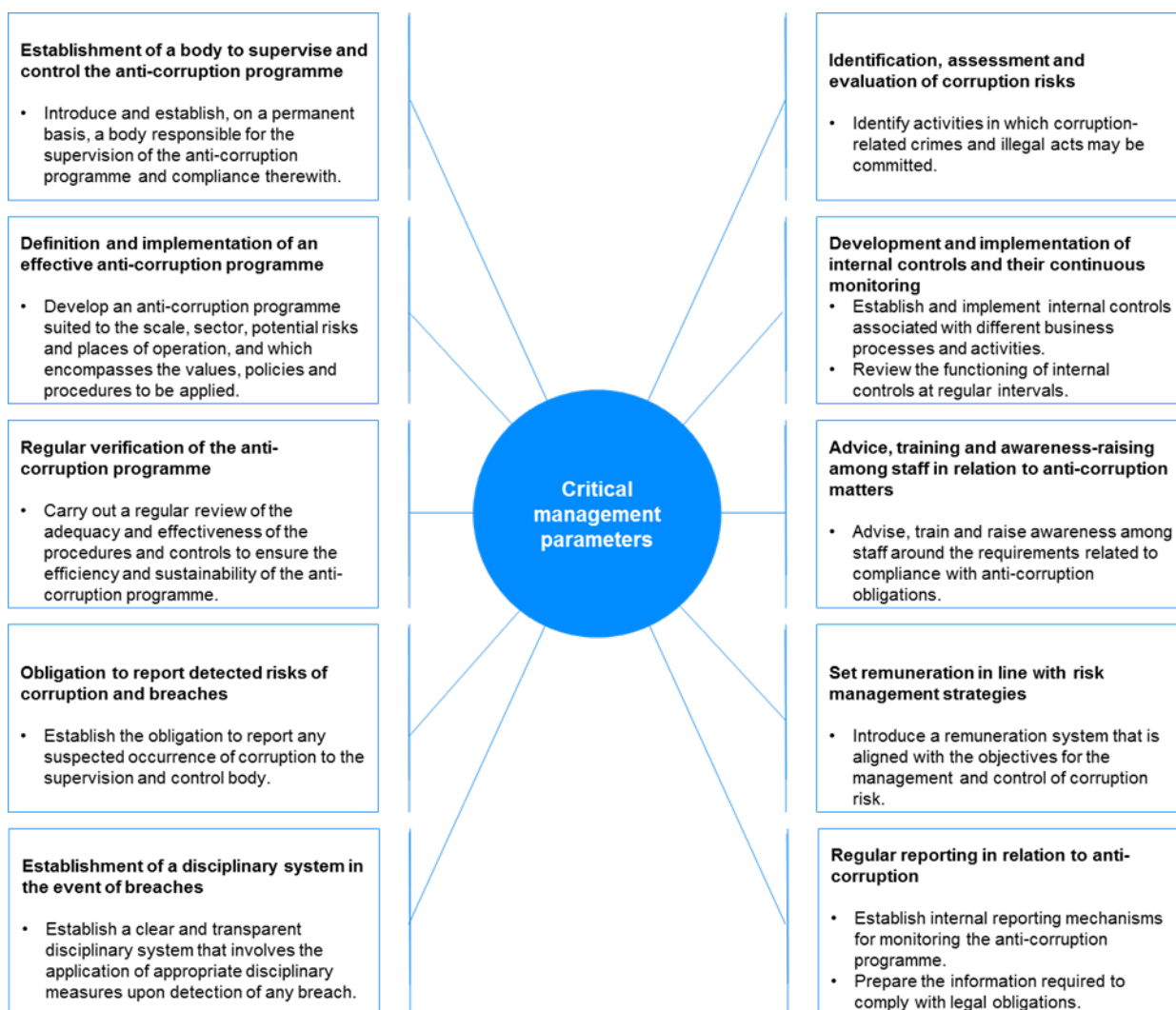
Group companies must proactively cooperate with the competent authorities, accommodating their requests and promptly and accurately providing any information which they require to discharge their duties when investigating suspected acts of corruption.

In particular, they must provide complete and diligent responses to any requests for information received from competent authorities within the established timeframe and in the requested manner, and they must guarantee transparency and provide the competent authorities with access to information to enable them to discharge their duties.

2.2. Critical management parameters

The figure below shows the critical management parameters of the BANCO SABADELL GROUP ANTI-CORRUPTION POLICY:

Figure 2. Critical management parameters relating to anti-corruption



2.2.1. Establishment of a body to supervise and control the anti-corruption programme

The body in charge of supervising the operation of the corporate crime prevention model and compliance therewith, in each of the Group companies, shall also be responsible for supervision of the operation the Anti-corruption Programme and compliance therewith. This shall be done in accordance with the specifications of the BANCO SABADELL GROUP CORPORATE CRIME PREVENTION POLICY.

2.2.2. Identification, assessment and evaluation of corruption risks

The various Group companies must identify the activities in which corruption-related crimes and offences may be committed. To this end, they must establish, apply and maintain effective arrangements and procedures for the management of corruption risk that enable any such risk arising in connection with their activities, whether actual or potential, to be identified, managed, controlled and reported if necessary.

In particular, a comprehensive assessment therefore needs to be carried out of the activities performed by the company in order to identify and evaluate the corruption risks associated therewith, including an assessment by type of customer, country or geography, product, service and transaction, amongst others. It shall also be necessary to consider all of the relevant inherent and residual risk factors, in order to determine their risk profile and the appropriate level of mitigation that will be applied. Group companies must also ensure that the process to identify, assess and evaluate corruption risks is duly documented and recorded, initially using the respective criminal risk map as a basis for this purpose.

Given the nature of corruption risks and of money laundering and criminal risks, the mechanisms established in the BANCO SABADELL GROUP ANTI-MONEY LAUNDERING AND COUNTER-TERRORIST FINANCING POLICY and in the BANCO SABADELL GROUP CORPORATE CRIME PREVENTION POLICY, must be taken into consideration.

2.2.3. Definition and implementation of an effective anti-corruption programme

Each Group company shall develop an anti-corruption programme that reflects its size, commercial sector, potential risks and place(s) of operation, and that sets out clearly and in sufficient detail the values, policies and procedures to be applied to avoid acts of corruption in all activities under its effective sphere of control.

This programme must be consistent with all anti-corruption legislation in all jurisdictions in which each Group company operates, falling under the scope of the management of the Corporate Crime Prevention Model.

2.2.4. Development and implementation of internal controls and their continuous monitoring

The Group companies shall establish and implement a set of internal controls associated with the different business processes and activities in order to ensure the effective identification of situations posing a potential corruption risk, and to facilitate the prevention, management and mitigation of the inherent risks.

In particular, the definition of internal controls must be based on the risks identified during the general assessment of corruption risk. Furthermore, the risks and the objectives and control activities resulting therefrom must be clearly defined and documented to assess the situation and corresponding performance and to identify opportunities for improvement.

Each Group company must regularly monitor the functioning of the internal controls implemented in order to ensure their effectiveness over time, such that, if the controls are found to be deficient, a control review process can be commenced without delay in order to resolve any fault or shortcoming.

2.2.5. Regular verification of the anti-corruption programme

Applying the proportionality principle, the Group companies must carry out a regular review of the adequacy and effectiveness of the procedures and controls to ensure the efficiency and sustainability of the anti-corruption programme.

Such reviews will be carried out on a regular basis and following the methodology in place in such companies, ensuring that their internal controls enable the corruption risks to which they are exposed to be adequately mitigated at all times. In all cases, the anti-corruption programmes must be reviewed when circumstances or situations arise that significantly change the risk profile of any one of the Group companies.

2.2.6. Advice, training and awareness-raising of staff in relation to anti-corruption matters

The Group companies must advise, train and raise awareness among staff around the requirements related to compliance with their anti-corruption obligations.

To this end, they shall establish and implement training programmes aimed at the early detection, assessment and reporting of potential acts of corruption, to reduce the risk of their commission. In particular, said programmes must provide the employees with the skills and knowledge required to correctly identify corruption risks and act accordingly as a result.

Similarly, the scope and frequency of the training must be adapted to the risk factors to which employees are exposed as a result of their duties and responsibilities, and to the level and type of risk faced by each Group company.

In addition, the Group companies must assess the efficacy of the established training programmes and must regularly review and update them to ensure the effectiveness, efficiency and sustainability of the training programmes in relation to anti-corruption.

2.2.7. Obligation to report detected risks of corruption and breaches

The Group companies must establish the obligation to report any suspected corrupt activity to the supervision and control body responsible for overseeing the operation and compliance of the anti-corruption programme. It shall therefore be necessary to bring to their attention any facts or suspicions of which they are aware that could indicate that corrupt activity has been or may be committed.

In all cases, reports and communications sent by employees in relation to anti-corruption shall be submitted through the Group's whistle-blowing channel, canaldenunciasGBS@bancsabadell.com, or through the specific channel of subsidiaries and/or jurisdictions that have their own communication channel. The Group guarantees to protect the personal data of both the person reporting the incident and the person suspected of being in breach of the Code of Conduct, whilst also guaranteeing the confidentiality of all reporting and the absence of reprisals in that regard, in compliance with the existing legal requirements related to personal data protection and privacy in each jurisdiction.

2.2.8. Set remuneration in line with risk management strategies

The Group companies must implement a remuneration system that reflects their commitment to zero tolerance of corruption, such that it enables the development of a corporate culture of anti-corruption and reinforces appropriate standards of responsible and ethical behaviour in line with the objectives for the management and control of corruption risk.

In any case, remuneration levels and incentives must comply with the provisions of the BANCO SABADELL GROUP REMUNERATION POLICY.

2.2.9. Establishment of a disciplinary system in the event of breaches

The Group companies must establish a clear and transparent disciplinary system that involves the application of appropriate disciplinary measures upon detection of any breach of this ANTI-CORRUPTION POLICY.

In particular, employees' compliance with the obligations arising from this Policy and the anti-corruption programmes, must be sanctioned in accordance with the disciplinary arrangements set out in the Group companies' internal regulations, and in the Workers' Statute or corresponding local legislation and in the applicable Collective Bargaining agreement.

Similarly, any breach of the anti-corruption obligations by third parties with which the companies have a business or professional relationship could lead to the termination of the foregoing pursuant to the companies' internal regulations, without detriment to any administrative or criminal penalties that may be imposed.

2.2.10. Regular reporting in relation to anti-corruption

Group companies must establish internal reporting arrangements to monitor the degree of compliance with the Anti-corruption Programme.

In particular, any potential acts of corruption must be reported, as well as any significant changes in the level of corruption risk and the measures taken to effectively manage such risk. The scope, manner and frequency of the reports sent to the various recipients must also be specified, along with the persons or units responsible for preparing the information.

The information required to comply with applicable legal and supervisory obligations and to follow best practices relating to market transparency must also be prepared.

3. Governance Structure

For the purposes of this Policy, the bodies involved in the Policy and a high-level description of their duties are indicated below:

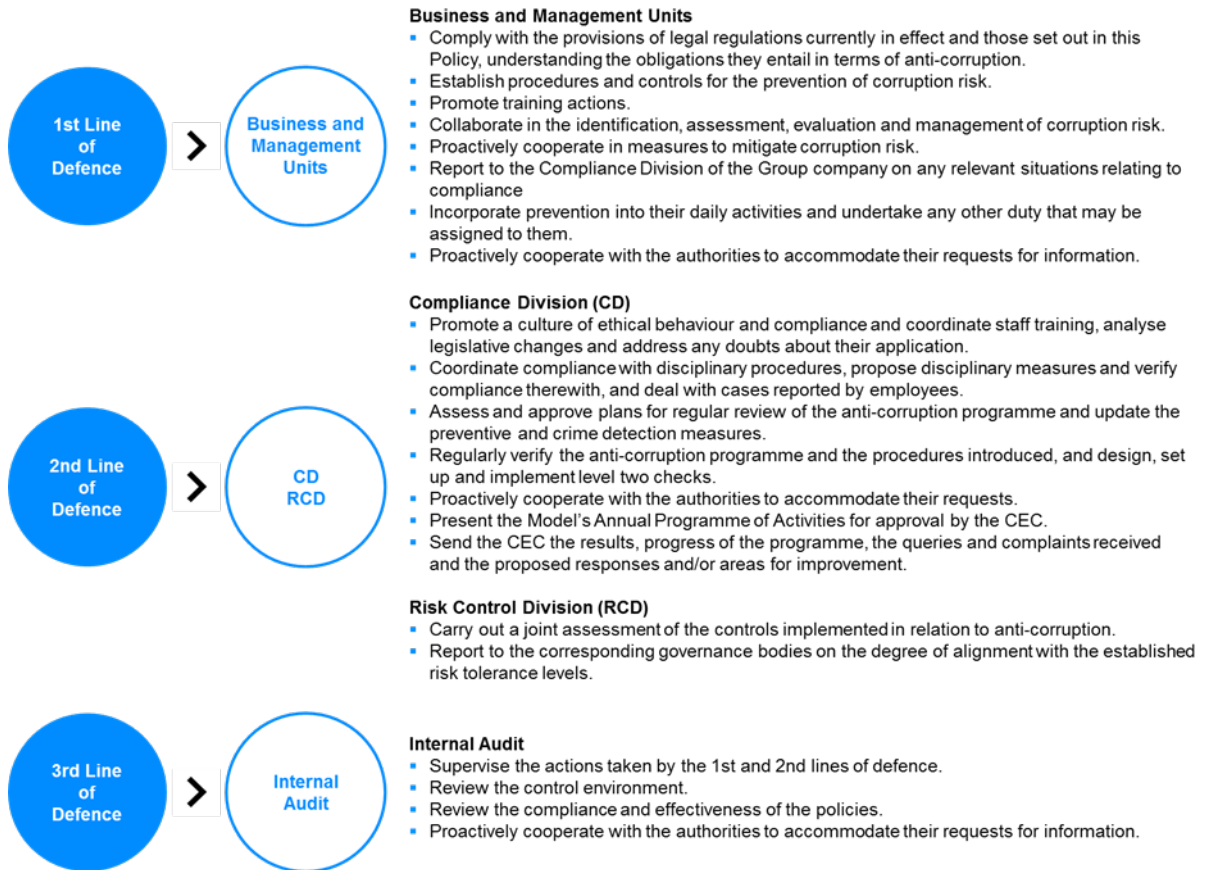
- Board of Directors of Banco de Sabadell S.A.: formally approves the Banco Sabadell Group Anti-corruption Policy and any amendments and/or updates required to uphold its validity and effectiveness, and promotes conduct and behaviour aligned with this Policy and the prompt mitigation of any related compliance risks.
- Senior Management: encourages and guides the adoption, execution and development of the Anti-corruption Policy to ensure the effective implementation of the Policy approved by the Board of Directors.
- Risks Committee: supervises the adequate prevention, control and management of risk associated with this Policy.
- Audit and Control Committee: supervises the effectiveness of the internal control implemented by the various Group companies and risk management systems, including those relating to compliance.
- Corporate Ethics Committee (CEC): responsible for ensuring compliance with the provisions of the Policy and its associated procedures, supervising the implementation of the Anti-corruption Programme and compliance therewith, and maintaining vigilance with regard to the commission of any crimes or potentially unlawful behaviour from the point of view of criminal liability.
- Boards of Directors of other companies: responsible for adopting the Policy as their own, applying the proportionality principle, and, where applicable, approving their own procedures and/or manuals and any amendments and/or updates required to uphold its validity and effectiveness, and for promoting conduct and behaviour aligned with this Policy and the prompt mitigation of any related corruption risks.

4. Organisation

Roles and responsibilities within the Group are defined on the basis of the model of three lines of defence.

The main duties of each line of defence are indicated below.

Figure 3. Roles and responsibilities of the three lines of defence



4.1. Management and development function (1LoD)

Business and Management Units

Management staff and employees of the Business and Management Units are those who, due to their position within each Group company, engage in the management and daily application of the controls and are therefore the primary representatives of the first line of defence within this activity, given their knowledge and experience in these matters, for which reason they must:

- Comply with the provisions of legal regulations currently in effect and with the provisions of this Policy, understanding the obligations they entail in terms of anti-corruption.
- Establish processes and procedures associated with the management and mitigation of corruption risks, implementing controls and keeping any and all documentary evidence.
- Promote the performance of training activities in relation to anti-corruption and encourage the best use of the same.
- Cooperate in the identification, assessment, evaluation and management of corruption risk.

- Proactively cooperate in corruption risk mitigation techniques and take part, when required, in the resolution of any effects caused by a potential breach.
- Report to the Compliance Division of the parent company of the Group or to the Corporate Crime Prevention Delegate of Group companies in which such a role exists, on any major situations relating to compliance which could affect the company in the eyes of regulators, supervisors or judicial bodies.
- Incorporate the obligations of compliance and corruption prevention into their daily activities, ensuring that they form part of the processes which are run on a day-to-day basis.
- Undertake any other duty specifically assigned to them in relation to the prevention of corruption or in connection with the regulations applicable to their scope of activity.
- Proactively cooperate with the authorities to accommodate requests for information required for investigations into acts of corruption.

4.2. Control function (2LoD)

Compliance Division

The Compliance Division of the Group's parent company or, if applicable, the Compliance Managers or Corporate Crime Prevention Delegates in the subsidiaries to which this Policy is applicable, on account of the activities they perform and in line with the proportionality principle, discharge the following duties:

- Promote a culture of ethics and compliance within the company, ensuring that the system of values adopted in its internal regulations is kept up-to-date at all times.
- Coordinate the preparation and implementation of adequate staff training programmes.
- Analyse changes in legislation and other developments which could affect the prevention model, and resolve any concerns or doubts arising from the application of the codes and manuals.
- Receive, analyse and intervene in cases reported by staff or third parties using the channels established for such purposes, and send the conclusions and/or proposed actions to the Corporate Ethics Committee (CEC) or to the body responsible for the supervision and compliant operation of the Anti-corruption Programme.
- Coordinate or, where applicable, promote, together with the Labour Relations Division, compliance with the disciplinary procedure and put forward proposals to the relevant bodies regarding the disciplinary measures that should be applied. Verify compliance with the disciplinary measures to be applied in the event of any breaches of the ethics regulations and the compliance with the programme's controls.
- Analyse and approve plans for regular reviews of the Anti-corruption Programme and request additional reviews if deemed necessary.
- Update prevention measures and corruption detection measures to mitigate corruption risks.
- Regularly verify the adequacy of the Anti-corruption Programme, identifying, assessing and evaluating the corruption risks in coordination with the units that directly manage such risks, and propose potential changes to the model when required by circumstances.
- Regularly verify the adequacy of the procedures implemented in the business units, their associated controls and their documented facts and evidence.
- Design, implement and execute level two checks, keeping the relevant documentary evidence.

- Proactively cooperate with the authorities to accommodate requests for information required for investigations into acts of corruption.
- Duties applicable solely to the Compliance Division of the Group's parent company: (i) include the activities related to the Anti-corruption Programme in its Corporate Crime Prevention Programme submitted to the Corporate Ethics Committee (CEC) for approval, and (ii) send the CEC the results of the work carried out, the progress of the approved programme, the queries and complaints received and the proposed responses and/or improvements, and iii) regularly report to the Management Body on the activities undertaken.

Risk Control Division

Within the scope of this Policy, the Risk Control function will receive information from the Compliance function relating to the effectiveness of the controls implemented to mitigate corruption risks and the eventual impacts arising from any breaches, together with the implemented corrective measures, in order to carry out a joint assessment to be submitted to the corresponding governing bodies, and to align the controls with the established risk tolerance levels.

4.3. Independent supervisory function (3LoD)

Internal Audit

Internal Audit supervises the activities of the 1st and 2nd lines of defence. To this end, it reviews the control environment, verifying the compliance and effectiveness of the policies and providing independent information relating to the control model.

Proactively cooperate with the authorities to accommodate requests for information required for investigations into acts of corruption.

5. Procedures

5.1. Corruption Risk Prevention and Management Procedure.

This Procedure describes the structure and bodies responsible for the control of the Anti-Corruption Programme, the methodology for monitoring corruption risk and the system for verifying the effectiveness of the Programme.

6. Tools

Each Group company must acquire and implement the tools, controls and procedures required for sound management of compliance with the provisions of this Policy and the Anti-corruption Programme, and these must be proportionate to their level of activity and degree of exposure to the risks to which this Policy refers.

The Group parent company's Compliance Division prepares an Activity Plan related to corporate crime prevention intended as a follow-up to the Criminal Risk Organisation and Management Model. This plan includes a specific section concerning the Anti-corruption Programme.

7. Policy control

7.1. Control system

The Compliance Division must carry out an Annual Supervision and Control Plan to comply with that set forth in this Policy.

7.2. Monitoring mechanisms

The results of these control programmes are reported in line with the established requirements, and the results obtained can be monitored by the governing bodies of each Group company, along with any applicable corrective measures.

Specifically in regard to the Group's parent company, these reports include:

- Quarterly report to the Corporate Ethics Committee (CEC) on the progress of the Corporate Crime Prevention Programme which includes the Anti-corruption Programme, and the resolution of queries, complaints and communications received through the whistle-blowing channel.
- The half-yearly reports submitted by the CEC to the Management Committee, the Audit and Control Committee, the Delegated Committee and the Board of Directors include a specific section relating to this matter.
- Ad hoc reports submitted to the Administrative, Management, Supervision and Control Bodies in the event that a significant compliance risk is detected.

7.3. Warnings

Each Group company shall establish indicators to monitor compliance with this Policy, which must include indicators related to the corresponding risks, and these will be included in the various reports produced by the Compliance Division. In addition, the risk indicators will be incorporated in the Operational Risk systems on a monthly basis.

Furthermore, the review of the Criminal Risk Organisation and Management Model of each Group company identifies risk levels that should be treated as warning thresholds.

8. Document governance

8.1. Document approval

THE BANCO SABADELL GROUP ANTI-CORRUPTION POLICY is approved by the Board of Directors of Banco de Sabadell, S.A.

8.2. Policy validity, monitoring plan and updates

This policy shall come into effect on the date of its approval by the Board of Directors of Banco de Sabadell, S.A. It shall be reviewed at least annually (review of general structure and content). It shall also be reviewed when certain circumstances arise, including but not limited to:

- Changes in the regulatory framework and/or the supervisor's recommendations.
- Changes in the organisational and governance structure of the Compliance Division, in its duties or in the definition of its general guidelines relating to corporate crime prevention, in the supervision of the adequate implementation of such guidelines and in any other matters which could potentially affect this activity.
- Changes to the organisational structure and general governance model of the institution related to this policy.
- Changes in the business objectives and strategy or in the management approach related to this policy.
- Development of new policies or amendments to existing policies which impact this policy.
- Substantial changes in any procedures related to this policy.
- When the results of monitoring and control activities make it advisable to change certain actions in order to increase the level of compliance or lessen the impacts of such activities on the institution or its employees.

Any division within the institution may propose changes to the policy. Any proposed changes shall be made following the guidelines set forth in the NORMATIVE DOCUMENTS GOVERNANCE POLICY, as indicated hereafter:

- The division responsible for the Policy, as the policy owner, shall coordinate the assessment work and the evaluation of the suitability of the changes, amendments and/or adjustments proposed by any Division.
- The Division responsible for the Policy shall submit the proposed aspects to be changed and the corresponding justification for such changes to the Policies Forum.
- The Policies Forum shall decide whether or not to accept the changes.
- The division responsible for the Policy shall make the necessary adjustments to ensure that the new version follows the Institution's validation and approval process.

8.3. Policy publication

This policy is currently available to all employees in CanalBSab, and the distribution channel can be changed if deemed appropriate any given time.

B Sabadell