



**SUPPLIER CODE OF CONDUCT**

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## **INTRODUCTION**

At Atlantica Yield, we have a strong commitment to operating to the highest standards of corporate conduct. Our Code of Conduct express those high standards that we require of our directors, officers, employees and each of our subsidiaries worldwide.

We do seek to work with third parties who operate under principles that are similar to those set out in the Code of Conduct. This Supplier Code of Conduct complements our Code by defining the minimum standards we expect our suppliers to adhere to.

All suppliers are expected to meet the requirements included in this Code. We have incorporated this requirement in our contractual arrangements with suppliers. Nevertheless, we understand that some suppliers may face significant challenges in immediately meeting every aspect of the Code. In this sense, our commitment is also to working together over time to help those supplies achieve adherence with this Code.

In addition, we expect suppliers to:

- ▶ Take appropriate steps to ensure their employees understand the requirements of this Code; and
- ▶ Promote adherence to it by their own suppliers and vendors.

In the event of serious and / or persistent violation, or in the event suppliers otherwise demonstrate inadequate commitment, we will review the business relationship and take appropriate action.

If you have any questions about your obligations under this Code, you can seek guidance from:

- ▶ The suppliers usual contact at Atlantica Yield; or
- ▶ The Compliance Committee ([compliance@atlanticayield.com](mailto:compliance@atlanticayield.com))

Any concerns about our business conduct, or a potential breach of this Supplier Code of Conduct, can also be directly communicated to the Company through our Whistleblowing Channels, as explained in Section 4 in this document. Our whistleblowing policy guarantee full confidentiality and no retaliation for whistleblowers reporting any allegation in good faith.

Atlantica Yield comprises several subsidiaries and therefore this Supplier Code of Conduct is made at a group level, intending to cover all Atlantica Yield's subsidiaries and its suppliers.

## **1. BUSINESS INTEGRITY & ETHICAL STANDARDS**

Our will is to do business with third parties who share our values. We are committed to act with integrity and demonstrate good citizenship and we demand the highest standards from our people.

In this sense, we also expect our suppliers to comply with all applicable laws and regulation and to adopt clear commitments on ethical business. We have minimum standards in the following areas.

### Conflicts of interest

Suppliers are required to avoid conflicts of interest and to operate with full transparency with respect to any circumstances where a conflict exist or may arise. In particular, suppliers shall:

- ▶ Avoid situations where their personal and / or commercial interest, or the interest of their officers or employees may conflict with Atlantica Yield's interests;
- ▶ Communicate to Atlantica Yield if any Atlantica Yield employee has any interest of any kind in their business and report any other situation that may be seen as an actual or potential conflict of interest.

### Bribery and Corruption

Atlantica Yield does not engage in bribery or corruption in any form, whether in the private or public sector.

Most countries in which we are present have laws that prohibit bribery (especially, but not only, in relation to conducting business with governmental entities) in order to support global efforts to fight corruption. All directors, officers and employees have the obligation to know, understand and abide such laws and regulations.

All suppliers must remain compliant with any applicable local or global anti-bribery or anti-corruption law, including the U.S. Foreign Corrupt Practices Act ("FCPA") and the UK Bribery Act 2010. In particular, suppliers must:

- ▶ Never offer, promise, authorize or give any gift, payment, entertainment, donation (even if charitable) or other benefit to any person (directly or indirectly), to induce or reward improper conduct or influence any decision by a public official, or to obtain an improper business advantage;

- ▶ Never offer, promise, authorize or pay money or anything of value (directly or indirectly) to any person with the intention of inducing a person to improperly perform a relevant function or activity (such as his or her work) or to reward a person for having improperly performed a relevant function or activity.
- ▶ Never solicit, accept or receive any gift, payment, entertainment, donation or other advantage from any person (directly or indirectly) as a reward or inducement;
- ▶ Never make facilitating payments directly or indirectly with regard to Atlantica Yield business;<sup>1</sup>
- ▶ Maintain effective controls to ensure that improper payments are not offered, promised, authorized, made, solicited or received by third parties on their or Atlantica Yield's behalf; and
- ▶ Accurately record all financial transactions.

#### Entertainment & Gifts

In many industries and countries, gifts and entertainment are common practices used to strengthen business relationships. Throughout the world, Atlantica Yield's position is clear. Travel, meals, entertainment, and gifts may never be accepted, provided, promised, offered, or authorized for the purpose of improperly obtaining or retaining business or securing any improper advantage from public officials or private persons. Lavish meals, extravagant travel and entertainment or gifts of cash or cash equivalents (e.g., gift cards) are prohibited.

However, offering and accepting business entertainment or gifts is perfectly acceptable when what is given is modest, reasonable, not at an inappropriate time and lawful. As such:

- ▶ All suppliers are expected to observe and comply with Atlantica Yield's policy on Travel, Entertainment & Gifts, which is available in our Code of Conduct in the website of the Company;

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<sup>1</sup> Facilitation payments made to foreign officials to speed up or secure the performance of routine governmental action are technically excepted from the FCPA's general prohibition of bribery. To be exempt under the FCPA, these facilitation payments must not influence the decision-making process, but be directed to speeding up the administrative act. There is no such exception under the Bribery Act. Notwithstanding the FCPA's exemption, the best practice is to ban facilitating payments entirely because (1) they are almost never permissible locally; (2) they raise difficult books-and-records issues; and (3) they are viewed as inconsistent with a code of conducts that prohibits bribery.

- ▶ Entertainment & Gifts are totally prohibited during any tender or competitive bidding process involving Atlantica Yield.

### Insider Trading

Atlantica Yield is committed to supporting fair and open securities markets and obeying the law on market abuse. Directors, officers and employees are therefore not permitted to deal on the basis of material non-public information or engage in any form of market abuse.

Any third party that becomes aware of material non-public information as a result of business relationships with the Company should not purchase or sell any security or shares of the Company while in possession of this material and non-public information.

Third parties should also bear in mind that "inside information" may be acquired inadvertently.

## **2. HUMAN RIGHTS & LABOUR STANDARDS**

At Atlantica Yield, we respect the personal dignity, privacy and personal rights of every individual. We do not tolerate discrimination against anyone based on any personal characteristic (ethnic background, culture, religion, sexual identity, races, gender, etc.)

Atlantica Yield is committed to applying the UN Guiding Principles on Business and Human Rights. It is essential for the Company to ensure we and our partners respect human rights in our own operations and our supply chain.

### Human Rights & Labour Standards

We expect our suppliers to conduct their operations respectfully with fundamental human rights, as affirmed by the Universal Declaration of Human Rights.

In this sense, suppliers shall seek to identify potential and actual adverse human rights impacts related to their activities. In addition, they should take appropriate steps to ensure their operations do not contribute to human rights abuses.

In particular, we expect our suppliers to:

- ▶ Provide equal opportunities to all workers and not discriminate in any aspect on factors such as race, gender, colour, caste, religion, ethnicity, sexual orientation, disability, age, marital status, health, pregnancy, union membership, political affiliation, or national origin;

- ▶ Eliminate any form of harassment and bullying within the workplace, including through the threat of physical punishment or disciplinary action, or physically, sexually, racially, psychologically or verbally;
- ▶ Provide a safe working environment by adopting specific procedures to identify and address workplace health and safety risks, implementing safe working practices and providing appropriate personal protective equipment;
- ▶ Ensure operations are free from child labor, by adhering to applicable law and regulations concerning minimum working age, and strictly prohibiting the young employment of young persons below the age of 15;
- ▶ Ensure that operations are free from exploitation of labour by prohibiting the use of forced labour, whether in the form of slave labour, indentured labour, bonded labour, coercion of any employee through any means, or any other forms;
- ▶ Ensure the right to freedom of association.

#### Occupational Health & Safety

Atlantica Yield's commitment to Health and Safety, at all levels of the Company, is unconditional. It is our priority to protect the integrity and health of all our employees and our subcontractors

Suppliers are expected to apply similar standards on Health & Safety. We expect suppliers to prioritize and actively promote Health and Safety as a tool to protect the integrity and health of their employees, subcontractors and partners involved in the activities of Atlantica Yield.

### **3. ENVIRONMENTAL SUSTAINABILITY**

Atlantica Yield is strongly committed to pursuing best practice in environmental management and reducing impacts in our operations.

Our ambition is to achieve and maintain environmental sustainability, a condition where our business does not cause long-term critical depletion of natural resources, or produce damage to species, habitats, biodiversity and the climate.

In this sense, we expect our suppliers to manage their operations considering its environmental impact and in line with applicable laws and regulations.

#### **4. REPORTING CONCERNS & COMPLIANCE MONITORING**

We expect our suppliers to raise any concerns about our business conduct, or a potential breach of this Supplier Code of Conduct. In addition, your concerns can also be raised to our Compliance Committee at [compliance@atlanticayield.com](mailto:compliance@atlanticayield.com) or directly communicated to the Company through our Whistleblowing Channels:

- ▶ In our Website: In the Corporate Governance section of the website, you will find a form you can fill in:

<http://www.atlanticayield.com/web/en/company-overview/corporate-governance/whistleblower-channel/>

- ▶ Email: You may send an email including all the information you consider appropriate to the following email address:

[whistleblowerchannel@atlanticayield.com](mailto:whistleblowerchannel@atlanticayield.com)

All information received through the whistleblowing channel will be fully and objectively investigated, regardless of whether it has been received anonymously or not. All documentation will be kept confidential to the extent permitted by law.

We guarantee that no retaliation of any kind. We believe knowing about potential breaches early means we can deal with them quickly and appropriately. We take every report seriously and we will not tolerate any reprisal by an Atlantica Yield employee against a supplier who has reported a concern in good faith or assisted us with an investigation.

In addition, Atlantica Yield reserves the right to verify new and existing suppliers' compliance with the requirements of this Code through internal and/or external assessment mechanisms. All suppliers are expected to provide all reasonable cooperation with any verification activity linked to this Code.

*This policy was initially approved by the Board of Directors on May 2017 and was last amended on November 2018*