



TECNOCONSULT CODE OF CONDUCT & COMPLIANCE MANUAL

Dear Colleagues,

During the last half century, Tecnoconsult has focused its efforts on the design, development and safeguarding of its most valuable asset: **its good reputation.**

Throughout the years we have strived to build a corporate culture that supports the company's good name by strengthening its image with customers, associates, employees and suppliers. As owners of the Corporate Code of Conduct, Tecnoconsult's Ethics and Compliance program is designed to promote an organizational *esprit de corps* that encourages ethical conduct, good-faith escalations, and adherence to all applicable laws, rules and regulations.

Tecnoconsult's Mission and Vision, as well as its core values, guiding principles and fundamental commitments are the building blocks of our Code of Conduct and guide our daily activities as we strive to create value for all in a changing and challenging global environment. They clearly state our behavioral standards, our commitment to always act well and consistently and also reinforce our essential dogmas: the continuous search for excellence and delivery of value, high ethical and moral standards, full customer satisfaction; welfare, progress and development of our talent; safety and health standards for our community, as well as the development of a culture of environmental responsibility.

The Corporate Code of Conduct is supplemented by Tecnoconsult's Compliance Manual for guidance on issues pertaining to the protection of our people and work environment, assets and information, business and brand and, finally, our reputation.

The principles and guidelines set out in our Corporate Code of Conduct and Compliance Manual apply to all members of the Tecnoconsult Community: directors, executives, managers and employees, as well as those who represent or act on behalf of Tecnoconsult, including hired personnel, contractors and subcontractors. The Tecnoconsult Community will re-affirm their commitment to our principles and values by attesting to the Corporate Code of Conduct and Compliance Manual on a yearly basis.

In our continuous effort to protect our reputation, we all share the responsibility to live within the framework of our Corporate Code of Conduct and Compliance Manual, leading by example and promoting its requirements within the Tecnoconsult Community, as well as with associates and allies. By doing so, we comply with our principles of corporate citizenship, contribute to Tecnoconsult's sustainability and the creation of value for all.

Carlos E. Yanes Alegrett / Chief Executive Officer
Tecno Engineering Corporation

Code of Conduct:

Mission and Vision

We are a high-value and competitive engineering center with global reach, that operates with high ethical and technical standards.

Mission

To provide quality services in engineering, procurement and construction management in an ethical, safe and profitable manner in order to add value to, and meet the expectations of, our customers and shareholders, and to contribute to the welfare of our employees, based on our technical and managerial experience, as well as on our values and principles.

Vision

To be a point of reference in the markets where we operate, as a high value engineering, procurement and construction management center, to be competitive, reliable and with global reach.

Our Core Values

EXCELLENCE

Continuous search for excellence and delivery of value.

Based on our spirit of continuous improvement, the search for excellence in Tecniconsult never ends, offering high quality services and creating value for customers, associates, employees and shareholders.

ETHICS

Adherence to ethical standards and legal regulations.

All our activities are based on ethical standards deeply rooted in the organization. Integrity, loyalty, honesty and respect are the foundations that are expected in our relationships with employees, customers, contractors, suppliers and associates. Likewise, we conduct our operations and activities with strict adherence to all applicable legal regulations. Tecniconsult's open door culture supports employees making good faith escalations. Always doing the right thing is an unbreakable rule in Tecniconsult.

Our Guiding Principles

EQUALITY- Employer with equal opportunities and fair employment practices.

We are committed to equal employment opportunities, without discrimination of any kind, based exclusively on merit and individual values. We are committed to ensuring a diverse and inclusive workforce, within a framework of fair employment practices.

RESPECT- Respectful, safe and quality work environment.

We are completely engaged in promoting a respectful and friendly work environment. Tolerance will be promoted, and harassment, humiliation or intimidation not permitted. A safe and high-quality work environment will be ensured. We encourage good faith reporting of potential violations to principles in both the Corporate Code of Conduct and the Compliance Manual.

TRANSPARENCY- Transparent long-term relationships.

We believe in relationships of transparency, respect and integrity with customers, suppliers and associates. We are firmly devoted to mutually beneficial, productive, reliable and long-term relationships. Our Bid/No Bid Committee, for example, works to consider relevant risks, resources and relationships before taking on new clients or opportunities.

PROSPERITY- Just Compensation

The generation of prosperity and wellbeing for shareholders, employees, contractors and suppliers is valued as just compensation for their trust, contributions and efforts.

Our Commitments

Clients

Customer satisfaction leads Tecnoconsult's priority list. Fulfilling client expectations is our greatest commitment. We exercise and cultivate a spirit of continuous service and support, with the aim of creating value for our clients and associates.

Our Talent

Tecnoconsult's most appreciated asset is its high level talent, made up of many diverse professionals and their solid experience. We are committed to your wellbeing, progress and development.

Safety, Health and Environment

We are unequivocally committed to the principles of safety, hygiene and health of our employees and contractors, as well as a culture of environmental responsibility

Compliance Manual:

Protecting People and the Work Environment

Behavior at Work

Every very member of the Tecnoconsult Community is owed fair treatment, courtesy and respect, wherever they are working – in an office, on a job site or at a client site.

It is Tecnoconsult's policy to prohibit the intentional and unintentional harassment of any individual by another person on the basis of any protected classification identified by our Fair Employment Practices.

Harassment is unwelcome verbal, visual or physical conduct creating an intimidating, offensive or hostile work environment that interferes with work performance, security or safety.

Harassment can be a verbal, graphic or physical conduct that degrades or shows hostility or aversion to a member of the Tecnoconsult Community.

Fair and Equal Opportunity Employment Practices

Tecnoconsult is an Equal Opportunity Employer and does not discriminate on the basis of race, creed, color, religion, national origin, ancestry, citizenship status, age, physical or mental disability, medical condition, sex, gender, gender identity, pregnancy, childbirth, marital status, veteran status, sexual orientation, genetic information, or any other characteristic protected by the laws where Tecnoconsult operates.

Tecnoconsult will make reasonable accommodations for employees who have disclosed disabilities to Human Resources. Tecnoconsult will not allow any form of retaliation or discrimination against members of the Tecnoconsult Community that raise issues of equal employment opportunity.

Please contact any manager, executive, Human Resources, any member of Tecnoconsult's Executive Committee or the Ethics Helpline if you feel you have been retaliated or discriminated against.

Health, Safety and the Working Environment (HSE)

Tecnoconsult is committed to providing healthy and safe working conditions.

Tecnoconsult's employees, sub-contractors and other third-parties, directly or indirectly involved with the Company's activities, must meet the applicable local and international health and safety requirements.

The Company aims to continuously reduce health and safety risks.

Tecnoconsult is committed to fostering a strong culture where all employees maintain healthy and safe work practices and always strive for the reduction of risks related to occupational accidents or illnesses.

Human Rights

Human rights are basic standards of treatment to which all people are entitled, regardless of nationality, gender, race, economic status or religion. Tecniconsult conducts our global operations consistent with the spirit and intent of the United Nations Declaration of Human Rights and the U. K's Modern Slavery Act.

Tecniconsult recognizes that we have a responsibility to respect human rights and can play a positive role in the communities where we operate. Tecniconsult complies with applicable local labor laws and supports the protections afforded under such laws. There shall be no forced labor, including bonded or voluntary prison labor. Tecniconsult does not use child labor within its business model or practices.

Protecting Assets and Information

Protection of Intellectual Property

Tecniconsult's Intellectual Property is made up of our confidential information, creative know-how, technology, and means of execution. These resources may be reflected in our patents, copyrights, trademarks, trade secrets and other proprietary or confidential information.

Our Intellectual Property differentiates us from our competitors in the marketplace, is a competitive advantage and is embodied in our product offerings and work product.

The Tecniconsult Community has the duty to protect our Intellectual Property and a duty not to infringe upon the Intellectual Property of others.

Accurate Books and Records

To comply with Anti-Corruption Laws, Tecniconsult must maintain detailed books, records, and accounts that accurately and fairly reflect its transactions.

These record keeping requirements are broad and apply to all books, records and accounts, including financial and accounting records, memoranda, documents, and electronic storage devices.

To minimize any corruption and money-laundering risks, all transactions must be recorded accurately, transparently, and in a timely manner; described in sufficient detail; and properly supported by documentation that is retained and accessible.

Tecniconsult maintains appropriate financial controls to ensure payments made by or on behalf of Tecniconsult are in accordance with the Law and this policy.

Information Security and Cyber Security

Tecniconsult's information security and cyber security efforts seek to preserve the confidentiality, integrity, and availability of information and to reduce the risk and impact of potential threats to our business operations.

Protecting Tecnoconsult's confidential information and intellectual property is crucial to preserving our business and competitiveness. Information security aims to protect this know-how and reduce the risk of IT disruptions.

Reliance upon technology to collect, store and manage information increases Tecnoconsult's exposure to security breaches. Human errors, sophisticated digital attacks and system malfunctions could cause great financial and reputational damage to Tecnoconsult. It is our expectation that all members of the Tecnoconsult Community abide by security measures to mitigate security risks.

Privacy and Personal Data

Personal data is information that can directly or indirectly identify an individual, including employees, contractors, directors, shareholders, customers and anyone else with whom Tecnoconsult does business.

Tecnoconsult is committed to protecting personal data stored in information systems by designing and implementing appropriate security and access measures, and we are committed to handling personal data responsibly.

Personal data may not be used or disclosed improperly or used by someone that is not authorized to do so.

All members of the Tecnoconsult Community are expected to respect the right to privacy and confidentiality of personal data.

Insider Trading and Stock Tipping

Insider trading and stock tipping based on material nonpublic information or insider information is prohibited at Tecnoconsult.

Nonpublic information is information that is known within the company and has not been publicly released. Material information is information that a reasonable investor would consider important when deciding to buy or sell securities.

It is illegal to purchase or sell securities of a company if you have material nonpublic information about that company (insider trading).

It is illegal to provide a tip to someone who then buys or sells securities (stock tipping). Both of you can be convicted of insider trading.

Penalties for insider trading and stock tipping include termination and you may be subject to civil and criminal penalties.

Protecting Business and Brand

Anti-Corruption

Tecnoconsult is committed to acting ethically and complying with all applicable anti-corruption laws, including the U.S. Foreign Corrupt Practices Act, the UK Bribery Act, and other anti-corruption laws

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and regulations prohibiting public or commercial bribery, extortion, kickbacks, or other unlawful or improper means of conducting business (“Anti-Corruption Laws”).

This Compliance Manual supports the Company’s strong commitment to conducting its operations and activities at all times in compliance with the letter and spirit of the applicable Anti-Corruption Laws. It is critical to Tecnococonsult’s business and reputation that we always undertake all our actions ethically and legally.

Gifts, Entertainment and Hospitality

You may not give or receive gifts, entertainment or hospitality to or from government officials, clients or suppliers unless (i) such expenditure would not be viewed as inducement for any particular decision and (ii) the value of the gift, entertainment or hospitality is reasonable, customary, proportionate in the relevant jurisdiction and appropriate for the particular occasion.

Gifts must be given openly and transparently and may not be in the form of cash or cash equivalents. Gifts may not be part of a pattern of frequent giving to any individual. All gifts should be appropriately documented in the company records with the value of the gift, name of the recipient and purpose of the gifting.

Gifts, entertainment or hospitality provided to Government Officials must be approved in advance by Tecnococonsult’s Chief Financial Officer.

Conflict of Interest

A conflict of interest exists if private interest interferes, or appears to interfere, with the interests of Tecnococonsult. A conflict of interest may also arise when members of the Tecnococonsult Community or members of their family receive improper personal benefits as a result of their position with Tecnococonsult.

The Tecnococonsult Community must avoid all conflicts of interest and appearance of impropriety when representing Tecnococonsult in business dealings or making any recommendation which could affect Tecnococonsult. Actual or apparent conflicts of interest must be disclosed in writing to supervisors.

Please also see Gifts, Entertainment, and Hospitality and Donations and Charitable Contributions sections for further examples of potential Conflicts of Interest

Donations and Charitable Contributions

A donation or a charitable contribution can be in the form of cash, services, and new or used goods. They also include emergency or humanitarian aid, development aid support, and medical care assistance. Donations and charitable contributions can achieve social good, but in some situations, these payments could be viewed as disguised illegal payments.

Prior to announcing, offering, promising or making charitable contributions on behalf of Tecnococonsult, you must:

- (i) Verify the organization’s charitable status;
- (ii) Identify any relationships between the charitable organization and government officials; and

- (iii) Confirm that the charitable organizations will not use the donation for illegal purposes.

Money Laundering

To protect Tecnococonsult's reputation and avoid civil and criminal liabilities, the Company is committed to not being involved, knowingly or unknowingly, in any money laundering scheme.

Tecnococonsult recognizes the definition of money laundering as the process of making illegally-gained proceeds (i.e., "dirty money") appear legal (i.e., "clean").

Tecnococonsult is aware that the use of third-parties that interact on the Company's behalf can also pose money laundering risks. Therefore, Tecnococonsult is committed to ensuring that the Company's financial records are accurate, complete, and transparent. Likewise, Tecnococonsult is committed to exercising appropriate due diligence on subcontractors, suppliers, and other vendors to prevent money laundering.

Export Controls and Trade Compliance

Laws that apply to Tecnococonsult operations outside the United States include the local laws of countries where Tecnococonsult is operating, customs laws and foreign policy-based trade controls, including economic sanctions and embargoes, as well as certain U.S. laws that govern international operations of U.S. companies and U.S. persons.

Many countries have laws that restrict or otherwise require licensing for the export or import of certain goods and services to other countries and to certain parties.

Countries may also impose various kinds of trade sanctions or embargoes against other countries or persons.

Competition and Antitrust Laws

Antitrust, Anti-Competitive, Anti-Monopoly laws aim to ensure that the free market system works properly and that competition among companies is fair.

Members of the Tecnococonsult Community must be careful whenever they have contact with or communicate with Tecnococonsult's competitors. Antitrust laws prohibit any agreements with competitors that might restrain trade.

Seek the advice of the Legal Department before joining a trade association or exchanging information with or about customers and suppliers.

The consequences of violating Antitrust or Anti-Competition laws can include termination, fines, civil suits, criminal prosecution and imprisonment.

Internal Communications and social media

In its desire to maintain the highest levels of quality and productivity, ensuring the optimal use of resources, Tecnococonsult promotes and provides the application of integrated and automated communication systems within departments and projects, through the Information Technology Department.

Use of Tecnoconsult's email and internet services are regulated by the company's Information Technology (IT) Management and all employees should be aware and knowledgeable of its Norms and Regulations for Use of Internal Communications.

Violation of these rules is considered serious and may result in penalties ranging from suspension of the email service, verbal and / or written reprimands and even justified dismissal.

Corporate Citizenship: Social & Environmental Responsibility

Tecnoconsult expresses its corporate responsibility policies through the **Tecnoconsult Foundation**, in four fundamental areas: financial assistance to our employees for their children's education and personal health related issues; support for scientific and technological research in universities; assisting education centers with scarce resources in underprivileged areas; and a donations program of used electronic equipment to public universities, schools and NGO's.

Equally, the Company is committed to developing and strengthening awareness of environmental issues among its employees through internal communication programs and activities focused on reducing, reusing and recycling materials.

Good Faith Reporting

Tecnoconsult encourages good faith reporting of a potential violation of any local or international laws or this compliance manual. Retaliation, harassment, humiliation or intimidation of or against anyone who provides a good faith report of potential violations of local or international law or this compliance manual, will not be tolerated.

If you have any reason to believe that any action does not comply with this compliance manual, or any of Tecnoconsult's Policies or Procedures, you must report that action immediately through one of the following channels:

- Any Manager or Executive
- Human Resources
- Member of the Executive Committee
- Member of the Compliance Committee

Remember Tecnoconsult's simple & unbreakable rule:

"Always do the right thing"