

**HIP GROUP**  
**POLICY ON THE INTERNAL INFORMATION SYSTEM (IIS)**

**Note:**

**The printed copy of this procedure may be out of date. Please be sure to check the database of policies and procedures on the website to verify that you are consulting the most up-to-date version of the policy or procedure.**

- **Control of versions**

Version	Date	Author	Changes
1.0	June 2023	Hotel Investment Partners, S.L.	Adaptation to Law 2/2023

- **Approvals**

Approving body	Entity	Date
Management Committee	Hotel Investment Partners, S.L.	26 June 2023
Board of Directors	Hotel Investment Partners, S.L.	28 June 2023
Board of Directors	HIP History Hotels, S.L.U.	28 June 2023
Board of Directors	HIP History Hotels I, S.L.U.	28 June 2023
Board of Directors	HIP History Hotels II. S.L.U.	28 June 2023

## 1. Background

On 20 December 2021 the Board of Directors of HOTEL INVESTMENT PARTNERS, S.A.U. (“**HIP**”) approved the Code of Conduct and the Criminal and Anti-bribery Compliance Policy (hereinafter the “**Codes and Policies**”), containing the principles governing the ethical culture of the HIP Group.

As a complementary instrument to the aforementioned Codes and Policies, since 2017 HIP has gradually implemented communication channels, by telephone, email, and in person, which have been the internal reporting channels available to employees and third parties for reporting violations relating to the Codes and Policies and other internal regulations on conduct, the handling and supervision of which has been and continues to be entrusted to the Compliance department of HIP. Additionally, the Procedure for management of reports (the “**Procedure**”), was designed. It was initially approved by the Board of Directors of HIP on 25 February 2019 and updated on 20 December 2021.

Continuing with the development of the safeguards that must be offered by the internal channels of communication of infractions and the principles regulated in the Codes and Policies, and also to adapt these channels to the newly applicable legislation, namely Law 2/2023 of 20 February on the protection of whistleblowers and the fight against corruption, the Board of Directors, in its meeting of 28 June 2023, approved the putting in place of the Internal Information System (as defined in point 3 hereunder) and this Policy on the HIP Group’s internal reporting channels (hereinafter the “**Policy**”).

With the approval and publication of this Policy and of the Procedure on HIP’s corporate website, with effect from today the previous channels of communication are cancelled and replaced by those regulated in the aforesaid Policy and Procedure.

## 2. Purpose

The purpose of this Policy is to establish: (i) the general principles applicable to the implementation of the HIP Group’s Internal Information System and to the various internal reporting channels forming it and (ii) the guarantees of protection applying to whistleblowers making use of the System in accordance with the conditions laid down in this Policy.

This Policy also aims to establish the Whistleblowing Channel as the preferred reporting channel, leaving the contact with the Chief Compliance Officer/Head of the IIS, as well as meetings in person as a last resort.

### 3. Definitions

The “**Internal Information System**” or “**IIS**” is the ordered set of procedures, standards and policies that regulate the various channels of communication for the company (HIP) so that it can appropriately manage notifications received, thus complying with applicable laws and regulations.

The “**Whistleblowing Channel**” is the internal information channel made available by HIP to employees and third parties as the preferred channel for the presentation of communications by Informants, and for making queries about the content and scope of the Codes and Policies and other internal regulations. This channel is available to employees and to any third parties related to the HIP Group on HIP’s website: <https://hipartners.integrityline.com/>

“**HIP Group**” means Hotel Investment Partners, S.A.U. (“**HIP**”) and its group of companies (“group” being given the meaning attributed to it by Article 42 of the Commercial Code), and all the companies managed by HIP.

“**Incident**” for the purposes of this procedure, means the actual, suspected or alleged occurrence of an infraction (or a query, suggestion or concern relating thereto):

- (i) of European Union law as included in Directive 2019/1937, and/or
- (ii) of Spanish laws and regulations, whether it be a serious or very serious criminal and/or administrative infraction (some examples of all these are to be found in Title IV (a) of this document), and/or
- (iii) of HIP’s Code of Conduct and other internal regulations of the HIP Group,

deriving from an act of a person or company linked to HIP in some way. Specifically, but without limitation, the following:

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| <ul style="list-style-type: none"><li>a. Criminal activity (including bribery and/or corruption);</li><li>b. Financial fraud or mismanagement;</li><li>c. Misappropriation of funds or other form of theft;</li></ul> |
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- d. Falsification of contracts, reports or records;
- e. Inappropriate activities of suppliers, contractor or other third parties (such as bribes, illegal commissions, unfair selection processes or failure to report conflicts of interest);
- f. Breaches of the Code of Conduct or internal policies, protocols or other internal regulations of HIP;
- g. Negligence;
- h. Failure to fulfil any legal obligation legal or regulatory requirement;
- i. Danger to health and safety of employees;
- j. Unsafe working conditions;
- k. Environmental risks;
- l. Bad or inappropriate behaviour;
- m. Inappropriate disclosure of confidential information;
- n. Violation of the Securities Market Act;
- o. Violence or threats;
- p. Concealment of any information relating to any of the foregoing matters; or
- q. Matters that may pose a serious risk to HIP's reputation.

**“Whistleblower”** means the person reporting an Incident to the company (or some query or concern relating to an Incident), whether demonstrable or not and subject to this person’s possibly being mistaken, providing he or she acts in good faith and in accordance with this procedure.

**“Head of the IIS”** means the person (if a single-person body) or persons (if a collegiate body) responsible for the IIS within the company. In the case of HIP this function has been entrusted to the Chief Compliance Officer (CCO).

#### **4. Area of application or scope of the IIS**

The IIS is responsible for detecting any irregularity committed by a member of the HIP Group, in the widest sense, be it an employee, manager, director or agent, this latter being understood to mean any third parties and their employees when acting under contract with any company of the HIP Group for the provision of a supply, work or service, for the direct or indirect benefit of any company in the HIP Group and under its instructions and supervision.

Matters of a purely labour-related nature or concerning the management of human resources that do not have the characteristics of an Incident or that have nothing to do with HIP, are excluded from the scope of application of this Policy. The application of this Policy is complementary to other regulations that must be complied with, such as the Criminal and Anti-bribery Compliance Policy and any others regulating matters related to information of the HIP Group or to the subjects included in the scope of application of this Policy.

## **5. Principles governing the IIS**

This Policy shall be implemented and applied on the basis of the following principles:

- Encourage people to communicate their doubts, suggestions or concerns relating to an Incident and to report their suspicions of irregularities as soon as possible through the channels established for the purpose, preferably through the Whistleblowing Channel.
- Provide guidance to people on how to communicate their doubts, suggestions or concerns relating to an Incident as well as real or potential irregularities in such a way as to make them feel safe when reporting them.

All persons included in the scope of the IIS who suspect that infractions compatible with the scope of the IIS have been committed, or who have doubts, suggestions or concerns regarding such infractions, must report this immediately through the channels made available and preferably through the Whistleblowing Channel.

All persons reporting through the HIP Group's internal communication channels must be sure that the information communicated will be treated completely confidentially, and also that it is possible to make anonymous reports.

It is understandable that Whistleblowers worry about possible reprisals. HIP's objective is to promote transparency and support people with doubts or concerns, suggestions and denunciations that are justified in the terms of this Policy, even if they eventually prove mistaken. For this reason, it is totally prohibited to threaten and/or take reprisals against Whistleblowers, even if the information eventually proves mistaken, providing they have acted responsibly and in good faith.

Whistleblowers, and any person so required, will be obliged to collaborate in the investigation process, providing such additional information or evidence as may be required of them and they must at all times observe confidentiality as regards the information contained in the notification.

## 6. Head of the IIS

The function of the Head of the IIS is performed by the Chief Compliance Officer, Ms Andrea Schröder, who performs her functions with complete autonomy and independence. The Head of the IIS oversees compliance with regulations and their continuous implementation and updating.

The Head of the IIS is also obliged to guarantee the strictest confidentiality as regards the data and information of which she is aware due to the IIS function assumed.

As part of the IIS, and despite the fact that the preferred communication channel is the Whistleblowing Channel, as established by the Procedure, it is possible and advisable to send a communication to, or request a meeting in person with, the Head of the IIS, whose contact particulars are as follows:

<b>CCO/Head of the IIS</b>	<u>Andrea Schröder</u> Tel. 931 59 57 75 <a href="mailto:cco@hipartners.com">cco@hipartners.com</a>
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## 7. Responsibilities within the IIS

The following are the various actors within the IIS and the responsibilities or functions of each:

### a. Head of the IIS

- Receives and evaluates communications and handles them.
- Carries out the investigation and issues the appropriate reports.
- Draws up periodic reports containing the communications received through the various channels.

### b. Senior Management

- Authorises the use of resources for the proper operation of the whistleblowing channel, including the independence of actions.

### c. Persons concerned within the scope of the IIS (potential Whistleblowers)

- Report any situation covered by the concept of Incident through the available channels.
- Notify any consultation, doubt or concern through the available channels.

### d. Actors external to the channel

- Possible receipt of communications (at the discretion of the Head of the IIS).
- Preliminary analysis of the Incident with the purpose of classifying it in one of the cases included in this procedure.
- Reporting the results of the preliminary analysis to the CCO/Head of the IIS as soon as possible.

## **8. Dissemination of the policy and future updates**

The implementation and maintenance of the IIS corresponds to the Board of Directors, which ensures that the Policy is understood, in place and updated at every level of the organisation. It also ensures its dissemination by the appropriate means so that it is known to all interested parties.