

WHISTLEBLOWER PROTECTION POLICY

The Board of Directors of Barna Steel, S.A., on behalf of the entire Celsa Group ('**Celsa Group**'), in the context of its general and non-delegable power to determine the general policies and strategies of the Company, has approved the *Whistleblower Protection Policy* (the '**Policy**').

I. Purpose

The purpose of this Policy is to establish the principles and bases for protecting those who, in an employment or professional context linked to Celsa Group, report, through the internal communication channel, possible criminal, administrative, labour law or European Union law infringements that may occur in the material scope listed in Appendix I.

This Policy also ensures the effectiveness and implementation of the Celsa Group's Code of Ethics and Professional Conduct, as well as other applicable internal regulations.

The principles set out in this Policy are based on the promotion of citizen collaboration through the recognition of the rights of whistleblowers and the establishment of guarantees against possible reprisals.

The main objectives of this Policy are:

- To establish the principles that will guide the receipt of communications and information covered by this Policy, ensuring effective compliance with the purposes for which the Whistleblower System has been set up, with the main one being to allow secure, confidential and, where appropriate, anonymous reporting of possible breaches of the regulations applicable to the activity of the Celsa Group.
- To prevent the future occurrence of the infringements covered by this Policy, in particular those about which complaints have been received in the past.

II. Persons subject to the policy

The Policy applies to the members of the Board, the Executive Committee, managers, shareholders and all professionals who make up the Celsa Group, regardless of the companies to which they belong, the place of residence or the place where their activities are carried out.

The Policy is also applicable to contractors, subcontractors and suppliers of Celsa Group, as well as to those persons linked by a statutory, voluntary, internship or training framework or who have obtained the information as part of a selection process or pre-contractual negotiation or an employment relationship that has already ended.

The whistleblower protection measures provided for in this Policy will also apply to (i) natural persons who assist the whistleblower in the whistleblowing process in the employment context; (ii) natural persons related to the whistleblower who may suffer retaliation in the employment context (i.e.: family members or colleagues); and (iii) related legal persons within the meaning of section 3(4)(c) of the Spanish Whistleblower Protection and Fraud Prevention Act 2/2023 of 20 February [*Ley reguladora de la protección de las personas que informen sobre infracciones normativas y de lucha contra la corrupción*].

III. Bodies responsible

The Board of Directors of Celsa Group has resolved to appoint the Chief of Compliance & Ethics Officer (CCEO) as '*Head of the Internal Reporting Channels System*'. The Chief Compliance Officer will act with the technical assistance of the Head of Compliance and the Head of Legal of People, Organisation & Development (POD) and with the material support of the Security & Compliance area of POD.

The Head of the Internal Reporting Channels System is the same for all Celsa Group companies.

IV. Reporting channels

The Internal Whistleblowing System allows everyone to whom this Policy applies to report information on the infringements provided for in this Policy in accordance with the general principles relating to the Internal Reporting and Whistleblower Protection System.

The reporting channel can be accessed directly from the websites of all the companies that make up the Celsa Group, on the home page, in a separate and easily identifiable section. Access to the

Celsa Group's reporting channel is accessible and available to all persons within its scope of application, regardless of their geographical location, and in the case of reports sent that deal with the matters described in Appendix I. Material Scope.

The internal channel allows for both written and verbal reporting. Written reports may also be sent by post or email. Verbal reports may be made by telephone or by voice messaging system on the same telephone. At the whistleblower's request, it may also be submitted by face-to-face meeting within seven days. Verbal reports, including those made through a face-to-face meeting, by telephone or by voice messaging system, will be documented in one of the following ways, subject to the whistleblower's consent:

- a) by recording the conversation in a secure, durable, and accessible format.
- b) through a complete and accurate transcription of the conversation by the personnel responsible for handling the conversation.

Without prejudice to their rights under data protection law, the whistleblower will be given the opportunity to verify, rectify and agree by signing the transcript of the conversation.

The internal channel will allow for the submission and subsequent processing of anonymous reports.

The Internal Whistleblowing System is designed, established, and managed in accordance with the principles of confidentiality, security, effectiveness and data protection, preventing access to it by unauthorised personnel, establishing the necessary guarantees for the protection of whistleblowers within the Celsa Group.

V. Reporting management procedure

The procedure will comply with the following minimum content and principles:

- a) Identification of the internal reporting channel(s) with which they are associated.
- b) Inclusion of clear and accessible information on external reporting channels to the competent authorities and, where appropriate, to the institutions, bodies, offices or agencies of the European Union, in particular the existence of and access to the external reporting channel of the Independent Whistleblower Protection Authority.
- c) Inclusion of information on the processing of personal data in the framework of the Internal Whistleblowing System.
- d) Acknowledgement of receipt of the report sent to the whistleblower.

- e) All investigative actions must be completed, and a response provided within the deadlines established by the different legislations.
- f) Possibility of maintaining communication with the whistleblower and, if deemed necessary, of requesting additional information from the whistleblower.

In this regard, when reporting, the whistleblower may indicate an address, telephone number, email address or safe place to receive notifications.

- g) Guarantee of confidentiality when the report is sent through channels other than those established in this Policy or to members of staff not responsible for its processing, warning that the breach of this duty is considered a very serious offence and establishing the obligation to immediately send it to the Head of the Internal System of Information Channels.

VI. Whistleblowers' rights

Persons who, as whistleblowers, comply with the principles and guidelines established in this Policy and submit reports on the matters indicated in the same, have the following rights:

- Right to confidentiality and protection of identity: whoever submits a report or makes a public disclosure has the right not to have their identity disclosed to third parties, except for the exceptions provided for by law.

The Internal Whistleblowing System will not obtain data allowing the identification of the whistleblower and will have appropriate technical and organisational measures to preserve the identity and guarantee the confidentiality of the data corresponding to the persons concerned and to any third party mentioned in the information provided, especially the identity of the whistleblower if they identified themselves.

The identity of the whistleblower may be communicated to the courts, the Public Prosecutor's Office or the competent administrative authority only in the context of a judicial investigation.

Disclosures made under this paragraph will be subject to the safeguards laid down in the applicable legislation. In particular, whistleblowers will be informed before their identity is revealed, unless that information could jeopardise the investigation or judicial proceedings. When the competent authority informs the whistleblower, it will send

them a written explanation of the reasons for disclosing the confidential data in question.

- Right to information: the whistleblower will be notified of the receipt of their report within seven calendar days, as well as of the measures envisaged or taken to follow up the report and of the reasons for the follow-up within the established maximum period of three months (extendable to six months in cases of particular complexity).
- The right to have their personal data processed in accordance with the relevant legislation in force in the territory or country in which the report was submitted, as described in the section on 'Processing of personal data'.
- Protective measures: Individuals who report or disclose breaches of this policy are entitled to protection under the following circumstances:
 - a) if they have reasonable grounds to believe that the information is true at the time of the report or disclosure, even if they do not provide conclusive evidence and the information falls within the scope of this Policy,
 - b) if the report or disclosure was made in accordance with the requirements set out in this Policy.

Whistleblowers are expressly excluded from the protection provided for in this law if they report or disclose:

- a) Information contained in reports that have been rejected by any internal reporting channel when the facts reported lack all plausibility, do not constitute an infringement of the legal system included in the scope of application of this law, and when the communication is manifestly unfounded.
- b) Information linked to claims concerning interpersonal conflicts or affecting only the whistleblower and those to whom the report or disclosure refers.
- c) Information that is already fully available to the public or mere rumours.
- d) Information that relates to acts or omissions not covered by this rule.

Persons who have reported information about acts or omissions referred to in this rule anonymously but who were subsequently identified and who meet the conditions provided for in this law will be entitled to its protection.

Individuals who report violations under this Policy are entitled to the following protections:

- a) Non-retaliation: Acts constituting retaliation, including threats of retaliation and attempts to retaliate against persons who make a report under this Policy are expressly prohibited.

Retaliation is defined as any act or omission that is prohibited by applicable law, or that directly or indirectly results in unfavourable treatment that places the individual at a particular disadvantage compared to another in the employment or professional context, solely because of their status as a whistleblower, or because they have made a public disclosure. For the purposes of this Policy, retaliation includes, but is not limited to, retaliation in the form of:

- i. Suspension of the employment contract, dismissal or termination of the employment or statutory relationship, including non-renewal or early termination of a temporary employment contract once the probationary period has passed, or early termination or cancellation of contracts for goods or services, imposition of any disciplinary measure, demotion or denial of promotion and any other substantial modification of working conditions and failure to convert a temporary employment contract into an indefinite one, in case the worker had legitimate expectations that they would be offered an indefinite job; unless these measures were carried out in the regular exercise of managerial authority under the relevant labour or public employee statute legislation, due to circumstances, facts or proven breaches, unrelated to submitting the report.
 - ii. Damage, including reputational damage or financial loss, coercion, intimidation, harassment or ostracism.
 - iii. Negative evaluation or references regarding job or professional performance.
 - iv. Blacklisting or dissemination of information in a particular sectoral area, which hinders or prevents access to employment or the contracting of works or services.
 - v. Refusal or cancellation of a licence or permit.
 - vi. Refusal of training.
 - vii. Discrimination, or unfavourable or unfair treatment.
- b) Disclosure Restrictions: Whistleblowers who report breaches within the scope of this Policy will not be deemed to have breached any disclosure restrictions and will

not incur any liability of any kind in connection with that reporting, other than criminal liability.

Whistleblowers will not attract any liability whatsoever in connection with accessing or acquiring the information, provided that acquiring it did not constitute a criminal offence.

The liability of whistleblowers arising from acts or omissions that are not related to the communication of the information will be enforceable in accordance with the legislation in force applicable in each territory.

In no case will the protection of the whistleblower guarantee their immunity from any offence in which they are implicated and that is revealed in their report or in the subsequent investigation into it.

VII. Whistleblower duties

Whistleblowers submitting reports on the matters covered by this Policy have the following duties:

- Duty to act in good faith. Reports made in bad faith or intentionally false may give rise to the Celsa Group adopting measures, if any, deemed appropriate against the whistleblower and to the non-applicability of the measures for protection against retaliation detailed in the previous point.

The whistleblower is considered to be acting in good faith when their complaint is based on indications from which it could reasonably be inferred that there has been a breach of any matter within the scope of this Policy.

- Duty to provide evidence. The whistleblower must provide the information and documents in their possession related to the facts reported to enable or facilitate the internal investigation and the clarification of these facts, in application of the duty to cooperate. The information provided by the whistleblower must, to the best of their knowledge, be complete, accurate, and truthful, even if it subsequently turns out to be wrong.
- Duty of confidentiality. The whistleblower may not communicate to anybody or person other than the Head of the Celsa Group's Internal Information Channels System, the identity of the reported person or the facts reported, with the exceptions provided for by law.

VIII. Rights of the accused

Persons affected by a complaint or report that falls within the scope of application of this Policy and that complies with all the requirements of this Policy will have the following rights:

- Right to be informed: the person affected has the right to be informed of the acts or omissions attributed to them, and to be heard at any time. This communication will take place in the time and in the manner considered appropriate to ensure the proper outcome of the investigation.
- Right to confidentiality: the person concerned by a report or complaint has the right to have the confidentiality of their identity respected during the investigation.
- Right to fair treatment: the person concerned has the right to the presumption of innocence and the right to honour and to have the investigation conducted in an objective, fair and independent procedure.
- Respect for data protection rules: personal data will be processed in accordance with the relevant legislation in force in the territory where the complaint is made, as described in the following section.

IX. Data processing

The personal data obtained and collected in the context of the management of a report or complaint received in the Internal Whistleblowing System or the internal channel will be processed, in accordance with the applicable legislation in force, by Celsa Group, in its capacity as data controller.

The purpose of this processing of personal data will be to effectively manage the processing of queries or complaints based on their consent as the legitimate basis for the processing together with the legal authorisation included in the Spanish Whistleblower Protection and Fraud Prevention Act 2/2023 of 20 February.

With regard to the recipients of the personal data collected in the context of the management of the Internal Whistleblowing System or the internal channel, as well as the retention periods applicable to the same, they will be those essential for the correct management of the Internal

Whistleblowing System or the internal channel, guaranteeing their confidentiality and security in all cases and respect for the applicable regulations in force.

Data subjects may, at any time, exercise their rights or request additional information on any aspect relating to the processing of their personal data in writing.

In no case will the personal data that are not necessary for determining and investigating the acts or omissions referred to in this rule be processed, and, where applicable, they will be deleted immediately. Likewise, all personal data that may have been communicated and that refer to conduct that is not within the scope of the Policy will be deleted.

X. Recording of reports

Celsa Group will keep a register of the reports received and the internal investigations to which they give rise, guaranteeing, in all cases, the confidentiality requirements provided for in this law.

The register will not be public and may only be disclosed, in whole or in part, at the reasoned request of the competent judicial authority.

The personal data recorded will be kept in accordance with the legislation in force applicable in each territory, not exceeding in any case a period of ten years.

This Whistleblower Protection Policy was approved by the Board of Barna Steel, S.A., representing the entire Celsa Group, on 2023, July 13th.

Appendix I. Material scope

Reporting and complaints made about breaches, material or potential, through the internal channel, must refer to the following 'Applicable Matters':

- Breaches of the Celsa Group's Code of Ethics and Professional Conduct or its internal regulations, as well as of any external rules, legislation or regulations applicable in each country or territory including, in particular, breaches of a criminal nature and of competition law, due to their particular seriousness and to the specific commitment that Celsa Group has assumed with respect to their fulfilment and compliance.
- Infringements of European Union law, provided that:
 - a) They fall within the scope of application of the European Union acts listed in the Annex to Directive (EU) 2019/1937, irrespective of their classification in the domestic legal system.
 - b) They affect the financial interests of the European Union as referred to in Article 325 of the Treaty on the Functioning of the European Union (TFEU); or
 - c) They affect the internal market, as referred to in Article 26(2) TFEU, including infringements of EU competition rules and aid granted by States, as well as infringements relating to the internal market in connection with acts in breach of corporate tax rules or practices aimed at obtaining a tax advantage that would defeat the object or purpose of the legislation applicable to corporate taxation.
- Acts or omissions that may constitute a serious or very serious criminal or administrative offence. In any event, this will include all serious or very serious criminal or administrative offences that involve financial loss for the Treasury and for the Social Security System.

This protection does not exclude the application of the rules relating to criminal proceedings, including investigation proceedings.

The protection provided for in this Policy for employees who report breaches of labour law in the area of occupational health and safety is without prejudice to the protection established in their specific regulations.