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Internal Information System and Whistleblower Protection Policy

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1. Purpose

This «Internal Information System and Whistleblower Protection Policy» (hereinafter, the "Policy") reflects Santomera Group's [1] (hereinafter, "Santomera Group" or the "Group") commitment to regulatory compliance, ethics, and dialogue, fostering a culture of honesty, transparency, and communication, and ensuring the protection of whistleblowers against potential retaliation.

For these reasons, Santomera Group has established an Internal Information System and Whistleblower Protection System (hereinafter, the "Internal Information System" or the "System") as a formal mechanism for reporting irregularities, one of whose guiding principles is the protection of any person who reports irregularities.

2. Scope of application

2.1 Subjective scope

This Policy applies to Santomera Group, as well as to all directors, officers, employees, or individuals who have a relationship with the Group, regardless of their functional or hierarchical position (hereinafter, "Personnel").

In addition, any individual or legal entity that has had, currently has, or may have a professional relationship, or a relationship arising in a professional context, with Santomera Group (hereinafter, "Third Parties") is encouraged to likewise use the Internal Information System in the cases governed by this Policy and its implementing procedure, as a formal mechanism and independently of any other reporting channels made available to Third Parties.

[1] For the purposes of this Policy, Santomera Group refers to the organization made up of the following companies:

- *Santomera Bay S.L.*
- *Narval Debt Advisory S.L.U.*
- *Wasseva Investment S.L.*
- *Kentia Quantum Inversiones S.L.*
- *Bear Cut Capital S.L.*
- *Crandon Unlimited Partners, S.L.*
- *Fairfield JV Capital S.L.*
- *Bedford RD Capital S.L.*
- *Tompson Debt Strategies S.L.*
- *Cause Bay Real Estate S.L.U.*
- *Ever Dynamic S.L.*

2.2 Objective scope

Both Personnel and Third Parties may file, through the Internal Information System, any reports they deem appropriate concerning the following matters:

A. Infringements covered under Article 2 of Law 2/2023, of February 20, regulating the protection of persons who report on regulatory infringements and on combating corruption:

1. Acts or conduct that may have criminal implications;
2. Serious or very serious administrative infringements;
3. Infringements of Labor Law relating to occupational health and safety;
4. Infringements of European Union Law falling within the material scope of Directive (EU) 2019/1937 of the European Parliament and of the Council, of October 23, 2019, on the protection of persons who report breaches of Union law, and its Spanish transposing legislation.

Notwithstanding the fact that other matters, in addition to those listed above, may also be submitted through the Santomera Group System, it should be noted that only reports concerning the matters listed in the preceding paragraphs will be covered by the protective measures established under Law 2/2023, of February 20.

B. Additionally, any other breaches or violations relating to ethics and compliance, or to Santomera Group's internal rules

The following are excluded from the scope of the System: Reports concerning matters of an interpersonal nature [2] that do not constitute a breach and/or that fall strictly within the personal and private sphere of the individuals involved. Likewise, any report concerning information that is already publicly available, or that amounts to mere rumor, is excluded.

[2] In accordance with labor case law, an "interpersonal conflict" is understood as any situation of conflict or disagreement between the interests of two or more persons that extends beyond the employment relationship.

3. Principles and guarantees of the Santomera Group's Internal Information System

The basic operating principles and guarantees underpinning Santomera Group's Internal Information System are set out below:

- Regulatory Compliance: ensuring that reports are handled with integrity and professionalism, and in compliance with applicable legislation, applicable internal regulations, and, in particular, data protection regulations.

- Prohibition of Retaliation: ensuring the utmost protection of the whistleblower and related persons, provided that reports are made in good faith and in accordance with the System's internal regulations.

- Independence and Impartiality: ensuring an impartial hearing and fair treatment for all persons affected.

- Transparency and Accessibility: ensuring that the information and regulations governing the System are communicated clearly and comprehensibly, as well as ensuring the System's visibility and accessibility.

- Traceability and Security: implementing all measures necessary to ensure the integrity, monitoring, and security of information.

- Confidentiality and Anonymity: ensuring anonymity and, in all cases, the utmost confidentiality regarding the identity of the whistleblower, the information reported, and the actions carried out in managing and processing it. The System shall also allow for the submission of anonymous reports.

- Discretion: promoting the exercise of the utmost discretion by all persons involved in processing and investigating reports, with respect to any facts they become aware of by reason of their position or role.

- Diligence and Timeliness: ensuring that the investigation and resolution of reported facts are conducted with due professionalism and diligence, and without undue delay, so that the procedure may be completed as quickly as possible while respecting all applicable safeguards.

- Good Faith: ensuring that the information reported is honest, complete, and truthful, without prejudice to any unintentional inaccuracies or omissions the whistleblower may make.

- Respect for Fundamental Rights: ensuring the right to information, the right of defense, the right to adversarial proceedings, the right to the presumption of innocence, and the right to honor of all persons involved in the procedure. Such persons shall also have the right to be heard at any time, in the manner deemed appropriate to ensure the proper conclusion of the investigation.

4. Reporting channels within Santomera Group

Santomera Group has various reporting channels available to our Personnel and Third Parties to foster a culture of integrity and communication as a core element of our Internal Information System.

The following sets out the reporting channels available at Santomera Group:

- Reporting Channel: an online platform provided by a specialized technology company, accessible via Santomera Group's [3] intranet and websites, in sections that are separate and easy to access. The platform will redirect the user to the dedicated website created for this purpose, enabling them to submit the relevant report. This channel includes measures to safeguard the security and integrity of information and personal data processing, and it guarantees the confidentiality, security, and protection of the whistleblower's identity in accordance with legally established requirements.

- In-Person Meeting: individuals are also given the option to report any conduct verbally to the Person Responsible for the System, through an in-person or virtual meeting.

Likewise, the aforementioned Santomera Group websites clearly and accessibly provide information regarding external reporting channels available before the competent authorities.
Reports received through the Internal Information System will be processed in accordance with the provisions set out in the "Internal Information System and Whistleblower Protection Procedure."

[3] Santomera Group's reporting channel is available on the websites of the following Group companies:

- *Santomera Bay, S.L.* - *santomerabay.com*
- *Crandon Unlimited Partners, S.L.* - *crandon.eu*
- *Narval Debt Advisory, S.L.* - *narvaladvisory.com*

Should any information falling within the objective scope of application of the System be reported through means other than those set out above, it shall be ensured that such information is handled in accordance with the provisions of this Policy.

5. Person responsible for the Internal Information System

Santomera Group's Governing Body has designated the System Responsible Body as the Person Responsible for the Internal Information System, who shall be entrusted with the functions and responsibilities established under "Law 2/2023, of February 20, regulating the protection of persons who report on regulatory infringements and on combating corruption."

The Person Responsible for the System shall act with autonomy and independence from any other bodies, committees, or commissions of Santomera Group, and shall ensure the diligent processing of the procedure for managing reports received.

Under no circumstances may they receive instructions of any kind in the exercise of their duties, and they must be provided with all the personal and material resources necessary to carry them out.

6. Approval, publication, and entry into force

Santomera Group's Governing Body drives and approves this Policy, thereby fulfilling its role of establishing the necessary basis for the appropriate and efficient management of the Internal Information System and of promoting compliance with the principles and guarantees set out in this Policy.

This Policy is published on Santomera Group's website and shall be reviewed, updated, approved, and disseminated periodically, and whenever it becomes necessary to make any modifications.

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