

# code of ethics

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BARCELÓ GROUP CODE OF ETHICS

September 2013

**Barceló**  
G R O U P

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BARCELÓ GROUP CODE OF ETHICS  
September 2013

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## 1. INTRODUCTION

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### 1.1. OBJECTIVE OF THE CODE OF ETHICS

The “Barceló Group Code of Ethics” (hereinafter, the “**Code**”) is a single updated and consolidated document that incorporates the “Mission, Vision and Values” and the “Code of Ethics” documents, which were approved by the Barceló Group Board of Directors in 2002 and 2010, respectively.

This Code of Ethics establishes the guidelines to be applied by all Barceló Group employees in their professional activities. Therefore, the objective of this Code is to **ensure the professional, ethical and responsible behaviour of all Barceló Group** employees when carry out the company’s activities in any part of the world.

The standards and guidelines described in this Code of Ethics are closely linked to the deep-rooted cultural aspects of our Company, which have led us to become a leading and recognised company in our business sector, and which will continue to contribute to our sustainable growth in the future.

This Code of Ethics may be subject to extension and modifications, which must be proposed to and approved by the Board of Directors.

### 1.2. SCOPE OF APPLICATION

The Code is applicable to all companies within Barceló Group and is binding on all employees, regardless of their position or function, who are required to know it, comply with it and collaborate to facilitate its implementation. Furthermore, application of the Code, in whole or in part, may be extended to any individual and/or legal entity related to Barceló Group, where appropriate for the fulfilment of its purpose and where possible owing to the nature of the relationship.

Exemption from compliance, in specific and duly justified cases, may only be authorised by the Control and Monitoring Committee, which must immediately be reported to the Audit Committee.

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## 2. GENERAL PRINCIPLES

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### 2.1. BUSINESS ACTIVITY, VISION AND STRATEGIC VOCATION

Barceló Group bases its activity on the development of different tourism businesses, which are vertically integrated into a single business structure. The company's **vision** is to be a **profitable, international and customer-oriented travel and hotel group**.

Although its main interests are hotel operations and retail and inbound networks, Barceló Group is open to collaborating with other companies to encourage diversification in tourism-related areas. It also hopes to be able to use its **experience as a hotel and travel agency operator**, as well as its knowledge of this business, to franchise its brand and carry out all its activities.

Barceló Group **is of an eminently family nature**, which is evident in the way it is governed, in addition to the, usually, majority shareholding of the capital of its core business activity, hotel management. Regarding non-core activities, such as real estate or any other parallel business, the Group is open to minority stakes.

Barceló Group has a **vocation to establish lasting businesses**, beyond contingencies, and therefore does not consider speculative activities. The aim of its business approaches is to **consolidate a stable, lasting company** that will survive beyond its current managers.

### 2.2. COMPANY OBJECTIVES AND VALUES

Barceló Group's **priority objectives** are to position itself as a benchmark brand and company in the national and international tourism sector; to ensure that each and every one of its projects is profitable; to make use of its extensive experience in the holiday and urban hotel management; to meet the expectations of its main customers (guests, shareholders, employees, partners and collaborators, suppliers and public administrations); to take advantage of business opportunities, open new markets and be pioneers in the launch of new and innovative products and services; to contribute to the well-being and social, political and economic development of the countries in which it operates.

To help achieve these objectives, Barceló Group and all its members implement the following corporate values each day:

#### **Responsibility**

Honesty  
Leadership

#### **Spirit of service**

Enthusiasm  
Teamwork

#### **Flexibility**

Efficiency  
Effectiveness

## 3. CODE OF CONDUCT AND RESPONSIBLE PRACTICES

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- **Ethical with** ourselves and our people.
  - **Ethical with** our customers and suppliers.
  - **Ethical with** our shareholders.
  - **Ethical with** our competitors and with the authorities.
  - **Ethical with** the community.
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### 3.1. COMPLIANCE WITH THE RULES, AGREEMENTS AND COMMITMENTS

Regulatory compliance is a necessary presupposition of this Code. All Barceló Group employees must comply with the legislation in force in each of the countries in which the Group operates. The application of the Code may in no case imply non-compliance with the legal provisions in force in the countries where the Group operates.

**All Barceló Group employees must comply with the company's rules and procedures**, as well as with any instructions that may be approved during the company's evolution. Barceló Group undertakes to provide its employees with the necessary means to know and understand the internal and external regulations necessary for the exercise of their responsibilities.

Any other existing local Codes of Conduct must be aligned and adapted to the criteria established in this Code, which will prevail over any other internal regulations unless the latter are more demanding. These local codes and the instruments for their application must be approved in advance by the Group's Board of Directors.

Barceló Group carries out its activity within a framework of **commitment to society and the environment** and therefore commits to, as part of its internal regulations, the content of national or international agreements and conventions to which it adheres, undertaking to promote and comply with the same.

A list of the main agreements and conventions is attached to this Code as Annex I, which will be kept up to date.

Therefore, **Barceló Group adopts** and makes its own the **principles of the Global Compact** coordinated by Asociación Cultural pro Naciones Unidas, with all its implications, which are enacted in different ways through this Code of Ethics (See Annex II for the list of the Principles).

### 3.2. ETHICAL WITH OURSELVES AND OUR PEOPLE

#### 3.2.a. Employee relations

In our daily relations with other co-workers, regardless of the level they occupy within the organisation, respect and consideration must prevail at all times. We shall treat others as we would like to be treated, being considerate of the differences that may exist between people and not permitting any form of violence, harassment or abuse at work.

#### **Senior– subordinate relationships**

- *Lead by example*
- *Highlight successes*
- *Discuss mistakes*
- *Be polite*
- *Teach by transmitting knowledge and experience*
- *Help solve problems.*

#### **Subordinate– senior relationships**

- *Be respectful and disciplined*
- *Show willingness to learn*
- *Discuss concerns about your work.*

Staff must be encouraged to integrate with the management team, and opportunities for internal promotion must be provided. Internal promotion is favoured over hiring externally, provided that this does not negatively affect the future of the Group.

**Continuing training programmes** will be established to professionalise the staff as much as possible. The cost of such training may be borne by the employee, shared between the company and the employee, or borne entirely by the Group.

The Group's employees shall be remunerated according to the results and efficiency demonstrated throughout their tenure in the company, and they must have a proactive attitude, seeking new sources of income, proposing improvements, collaborating with other areas, etc.

We shall at all times carry out the tasks and responsibilities assigned to us, paying the utmost attention to them during our working day. We shall not waste time unjustifiably, nor shall we spend it on unproductive tasks that do not contribute clear positive results to the management of the Group.

We shall at all times conduct ourselves in accordance with the position we occupy, accepting **responsibility for our actions**, carrying out our work with the utmost dedication, and collaborating in the strict compliance with applicable labour standards and in the prevention, detection and eradication of irregularities in this area. All employees are responsible for strict compliance with occupational health and safety standards and for ensuring their own safety and that of those affected by our activities, respecting at all times the applicable preventive measures in this respect.

In short, those who form part of Barceló Group must have a **good professional aptitude and be responsible, honest, loyal to the company and have a high work capacity**.

### 3.2.b. Collaboration

**The global achievements of Barceló Group are the sum of the individual achievements of each and every one of us.**

We shall try to personally help others to reach their objectives whenever possible, providing solutions and avoiding confrontation or power struggles between people or departments at all times. **Sharing information and knowledge is a recommended and necessary practice** to enable Barceló Group to achieve its objectives.

The Group's organisation will be based on a structure with clear functions and definitions of the job positions, with the different levels assuming tasks and responsibilities, with respect for the chain of command, encouraging teamwork and, in particular, creative contributions from all levels within the company.

Every manager must participate in the formulation of the objectives of their department, division or company, must know the objectives of the other companies involved, and must involve their team in this process. The managers of the UK companies shall be dedicated exclusively to this. Their responsibility demands due **confidentiality** in relation to the Group's information, documentation and know-how.

### 3.2.c. Non-discrimination

Both the hiring of new employees and the promotion of existing employees shall be governed exclusively by **criteria of professional ability, availability, effort, knowledge, experience and the capacity** to carry out a job. No discrimination shall exist on the grounds of sex, beliefs, religion or any other personal or social condition unrelated to a person's merit or ability, with special consideration given to the care and integration of persons with a disability or handicap into the workplace.

### 3.2.d. Conflicts of interest

We shall not allow personal or family relationships to influence a business decision of the Group. We shall not try to influence the company to hire third parties related to us, or to do business with them, unless it is objectively considered the best option for the company, and relatives of directors and shareholders must always adhere to the company's hiring policy. The Human Resources, Appointments and Remuneration Committee will supervise and approve, as appropriate, all such recruitments at management level.

In any case, it is not permitted to have a relative under direct supervision.

No Barceló employee may use their position within the company for personal or financial gain or for business opportunities for themselves, nor may they provide services as a consultant, manager, employee or advisor for the company's competitor, except for services that may be provided upon Barceló's request or with the authorisation of the Control and Monitoring Committee. No special treatment or working conditions based on personal or family relationships shall be granted.

Barceló Group respects the private life of its staff and hence the privacy of their decisions. Within the framework of this policy of respect, employees are urged to inform the Control and Monitoring Committee of any personal conflicts of interest or any conflicts of interest involving their relatives that might jeopardise the necessary objectivity or professionalism of their role at Barceló, so that, with respect for the confidentiality and privacy of individuals, the appropriate measures may be taken for the benefit of both the company and the persons concerned.

The following, in particular, are **potential conflict of interest situations and must be immediately communicated** to the Control and Monitoring Committee or to the Human Resources Department:

- > The performance by the employee or persons directly or indirectly related to them, in their own behalf or through a company or institution, of any activity that is the same, similar or complementary to the activity carried out by Barceló Group.

- > The performance by the employee or persons directly or indirectly related to them, on their own behalf or through a company or institution, of any activity that involves an exchange of goods and/or services with Barceló, regardless of the agreed remuneration system.

Therefore, all our professional efforts must be dedicated to Barceló Group, apart from activities that might be carried out outside of office hours and that do not affect our performance. Specifically, and even outside of Barceló Group office hours, **we shall not work in any way for a competitor company.**

### 3.3. ETHICAL WITH OUR CUSTOMERS

All activities of Barceló Group companies are based on **knowledge of the customer and their needs**, and on satisfying these needs by offering appropriate products and services. We must achieve the optimal product/price ratio.

#### 3.3.a. Service and quality

The essence of our work is to provide our customers with a **service quality that corresponds to the price they pay for it**. We work for them, and therefore our priorities are defined by them. Any work or task is secondary to the need to provide a service or to attend to a customer, which should be borne in mind by employees in contact with the customer and by the employees' managers when assigning tasks or holding someone accountable.

When carrying out their commercial activities, Barceló employees shall promote the company's goods and services on the basis of objective standards, without misrepresenting their conditions or characteristics. The company's promotional activities shall be carried out in a clear manner so as not to provide false, misleading or deceptive information to customers or third parties.

In any event, Barceló Group shall develop mechanisms to detect any possible customer dissatisfaction and shall always provide customers with the **best quality and price**, ultimately seeking their **loyalty to the chain** in one of the many possible ways.

#### 3.3.b. Relations with customers

Guests who arrive at our hotels expect to be treated according to their expectations, so **we must be attentive to their needs** and anticipate them if possible. This is our most important task. Any complaints must be handled diligently and amicably, and we must apologise and try to solve the problem as quickly as possible.

In our relations with customers, all employees must act with **consideration, respect and dignity**, taking into account the different cultural sensitivity of each person and not allowing any kind of discrimination on the grounds of race, religion, age, nationality, sex or any other personal or social condition prohibited by law, with special consideration given to the care of persons with a disability or handicap.

#### 3.3.c. Marketing channels

Tour Operators, Travel Agencies, Booking Centres and other intermediaries are essential partners for our business. We shall conduct our relationships with all of them with the highest level of **honesty, professionalism and collaboration**, in the knowledge that their contribution is vital to achieving our business objectives.

#### 3.3.d. Confidentiality of information and protection of personal data

A customer is neither a friend nor a colleague: he or she is someone who pays to receive a service and wants to see their privacy and peace of mind preserved. We shall not be over familiar with them, nor invade their privacy unnecessarily. In particular, **we shall treat all customer information with complete confidentiality.**

In general, we must **respect the personal and family privacy of all persons**, whether employees, customers or any other persons whose data we have access to through the Group's activities, including personal, medical, financial or any other data that may in any way affect the private and personal sphere of the owner of such data.

All personal data shall be treated in a particularly restrictive manner, so that:

1. Only necessary data will be collected.
2. The collection, processing and use of data is carried out in a way that guarantees its security, veracity and accuracy, the individual's right to privacy and compliance with the Group's obligations under the applicable regulations.
3. Only employees authorised to do so by virtue of their functions will have access to such data insofar as necessary.

The obligation of confidentiality will remain once the activity in Barceló is concluded.

### 3.3.e. Safety

All products and services received by our customers must be completely safe for their health, so we shall ensure at all times that our actions do not put their welfare and safety at the slightest risk, and we shall ensure **compliance with the applicable rules and procedures**.

All Barceló personnel must **ensure the security of the payment methods** used in hotels, agencies and other company establishments, both physical and online, to guarantee the proper functioning and traceability of billing and collection procedures, the **protection of customer data and the prevention of fraud**.

### 3.3.f. Relations with suppliers

We shall interact with our suppliers of goods and services in a **lawful, ethical and respectful** manner. The selection of suppliers shall be governed by **criteria of objectivity and transparency**, reconciling the company's interest in obtaining the best conditions with the convenience of maintaining stable relationships with ethical and responsible suppliers. Barceló's employees and, in particular, those involved in decisions regarding the contracting of supplies or services or in negotiating their economic conditions, shall avoid any kind of interference that might affect their impartiality or objectivity in this matter. Exclusive relationships should be avoided wherever possible.

Provided that their value is not clearly excessive, it is generally accepted practice to receive promotional gifts from customers or suppliers that are sporadic, transparent, socially acceptable, proportionate and reasonable in accordance with local practice and given for legitimate reasons in order to avoid their content or regularity leading an independent third party to doubt the good faith of the employee or company. We shall never accept gifts of high value, nor those in which we see an intention to require of us any immediate or future commitment, or that may influence business decisions that we have to make. We shall never accept any kind of remuneration or cash benefits, except for the usual tips in the case of employees in direct contact with the customer.

## 3.4. ETHICAL WITH OUR SHAREHOLDERS

### 3.4.a. Register operations

All transactions of economic importance undertaken by the company shall be clearly and accurately recorded in appropriate accounting records that represent a **true and fair view of the transactions carried out** and shall be available to internal and external auditors.

In any case, we shall enter the **financial information** into the company's systems in a **complete, clear and precise** manner so that it reflects, as of the corresponding date, its rights and obligations in accordance with the applicable regulations.

### 3.4.b. Duty of secrecy

As a general rule, employees must **maintain professional secrecy with respect to all non-public information or data we have access to** as a result of the exercise of our professional activity, whether they are provided by or refer to customers, the Group, other employees or managers or any other third party. Such data or information must be used exclusively for the performance of their professional activity in the Group and may only be provided to other professionals who need to have knowledge of this data for the same purpose and who must refrain from using it for their own benefit.

We must at all times safeguard the **Company's internal information**, keep it secure and prevent access to it by third parties. The Company's internal information is information that has not been disclosed to the general public. We shall not use for our own benefit, or that of our relatives or acquaintances, any internal company information that may affect investment decisions.

This **duty of secrecy remains intact** even if we cease to be part of Barceló Group and shall include the obligation to return any material relating to the company in the possession of the employee at the time of the termination of his or her relationship with the company.

The foregoing is without prejudice to the fulfilment of the requirements of the competent authorities in accordance with the applicable regulations.

### 3.4.c. External relations

Employees shall refrain from transmitting, on their own initiative or at the request of third parties, any information or news about the Group or third parties to the media, and shall in all cases refer to the Communications Department for the same. They shall also **avoid disseminating comments or rumours about the Company**.

### 3.4.d. Use of Company goods and services

We are responsible for protecting and maintaining the Company's assets and resources that have been entrusted to us or that fall under our remit. **Such assets or work tools should be used only for lawful business purposes**, since they are for the exclusive use of our business, and with the greatest possible efficiency. We shall not make any type of disposition or encumbrance on the Group's assets without appropriate authorisation, nor engage in any act of alienation, assignment or concealment of any property owned by Barceló for the purpose of avoiding the fulfilment of its responsibilities towards its creditors.

We will provide special protection for computer systems, taking extreme care to ensure that these are secure. Under no circumstances shall we use the equipment made available to us by Barceló to install or download programs, applications or contents whose use is illegal, contravenes the Company's rules or that might damage its reputation. Nor shall we use company funds or cards to pay for activities that are not part of our professional activity. **We shall be austere in our spending, and neat and orderly in our working environment**.

Barceló Group has two core objectives in its **management policy: to minimise costs and maximise revenue**. Companies within the Group shall develop **cost structures that are lower than those of their competitors**, both in times of economic prosperity and in times of crisis. A high demand level is established throughout the organisation, with insistent follow-up and emphasis on cost reduction, strict control and opportunity purchases. Employees shall therefore ensure that expenditure is strictly adjusted to requirements.

Barceló Group shall develop a policy of maximum exploitation of the commercial possibilities of its available resources, equivalent to a reasonable commercial aggressiveness that allows the maximum income to be obtained at all times, both in the core activity and in all parallel activities resulting from the main business. The management of Barceló Group, focused on reducing costs and optimising revenue, shall be **defined with a medium-term vision of the strategy**, so that current events do not alter these approaches.

## 3.5. ETHICAL WITH OUR COMPETITORS

### 3.5.a. Honesty and collaboration

We shall not seek to obtain information from our competitors using illegal or unethical methods and shall reject information that has been improperly obtained or that violates the confidentiality under which it is held by its rightful owners. In particular, special care shall be taken not to violate company secrets when professionals from other companies in the sector are incorporated into Barceló. Nor shall we disclose malicious or false information in order to damage a competitor's image or reputation.

**Maintaining good working relationships with our competitors** can be highly advantageous for our company. The aim is to foster these relationships, and even exchange information that is not of an internal nature and that contributes to a better management of our area of responsibility. We shall inform our superior of possible advances made in competitor companies that may benefit our organisation.

### 3.5.b. Relations with authorities

Barceló employees **shall interact with public authorities and institutions in a lawful, ethical, responsive way and in line with the provisions for the prevention of corruption and bribery.** Employees who have dealings with representatives of public administrations must be specifically authorised by the Company and must document the decisions taken.

It is expressly forbidden to offer, grant, request or accept, directly or indirectly, gifts or benefits, favours or compensation, whatever their nature, to or from any authorities, public officials or employees or directors of companies or public bodies in Spain or in any other country. Only gifts and tokens of appreciation of negligible value that are sporadic, transparent, socially acceptable, proportionate and reasonable in accordance with local practice and given for legitimate reasons are exempt from the above rule in order to avoid their content or regularity leading an independent third party to doubt the good faith of the employee or the Company. Cash gifts are expressly prohibited.

It is the responsibility of each employee to **know and properly assess local practices**, taking into account the interest and good reputation of the Company. In case of doubt, employees should consult the Control and Monitoring Committee.

## 3.6. ETHICAL WITH THE COMMUNITY

### 3.6.a. Environmental protection

We assume our responsibility for environmental protection and are aware of the need to preserve the natural environment wherever we do business. Accordingly, **Barceló Group develops its tourism activity under the principle of environmental sustainability**, which requires the viability of projects to be contrasted from an environmental preservation perspective. Therefore, we try to integrate our buildings into the environment as harmoniously as possible and having the least possible visual and environmental impact. The hotels already in operation shall promote all initiatives that contribute to preserving the environment, and we shall set an example in caring for the environment around these hotels.

All Group employees, within the remit of their competencies, must actively and responsibly commit to the conservation of the environment, respecting the legal requirements and following the recommendations and procedures established by the Group to reduce the environmental impact of their activities.

### 3.6.b. Social commitment

We shall be aware at all times that we are just one of many companies in the countries where we do business. **We shall promote service actions for these communities** to contribute to improving the quality of life of the inhabitants insofar as possible, and provided that this contribution is related to our business purpose. We shall check the viability of the projects with a view to doing business with the local population in which the activity is carried out, and in accordance with international regulations.

We shall make every effort to promote the growth and development of the communities in which we are present. In particular, we shall **support the recruitment of local staff, vocational training, education, hygiene and opportunities for the personal and professional development of citizens within the community.** We shall also purchase indigenous products and services, provided that they are competitive in cost and quality.

Our business activity shall seek maximum harmony with the attributes and traditions of the regions and countries where it is developed, with respect for their laws, customs and traditions.

### 3.6.c. Protection of intellectual and industrial property

**We are committed to protecting our own intellectual and industrial property and that of others.** This includes, but is not limited to, copyrights, patents, trademarks, domain names, reproduction rights, design rights, database extraction rights and rights to know-how.

Barceló employees shall respect the intellectual property and the right of use that corresponds to the Group in relation to the works carried out or created within the Group as a result of their professional activity or that of third parties. Therefore, these shall be used during the exercise of their professional activity and all the material on which they are supported shall be returned when required.

Employees shall only use the Group's image, name and brands for the proper development of their professional activity in the Group. In this respect, the creation, membership, participation or collaboration by Barceló employees on online social networks, forums or blogs, and the opinions or statements they make in the same, shall be done in such a way that their personal nature is clear. In any case, **Barceló employees must not use the Group's image, name or brands to open accounts or register in these forums and networks.**

Barceló personnel shall also respect the intellectual and industrial property rights of external third parties and, therefore, are expressly prohibited from using the works, creations or distinctive signs that have third-party intellectual or industrial property rights without evidence that the Company has the corresponding rights and/or licenses. The use of brands, images and texts for advertising and marketing purposes must be approved by the department responsible for corporate communication.

The intellectual and industrial property resulting from the work of the employees during their tenure at the company, and which is related to Barceló's current and future businesses, shall be the property of the company.

#### 3.6.d. Tax obligations

Barceló employees shall avoid all practices that involve the illegal evasion of the payment of taxes to the detriment of the Treasury. In any event, we shall also avoid the use of opaque structures for tax purposes, understanding these to be those which, by registering special purpose vehicles in tax havens or territories that do not cooperate with the tax authorities, are aimed at preventing the tax authorities from knowing the end person responsible for the activities or the ultimate owner of the assets or rights involved.

We shall also avoid obtaining undue tax advantages and shall ensure that the information declared in this regard to the authorities is truthful and accurately reflects the reality of the Company. We shall also ensure that any funding requested or received from public administrations is put to appropriate use and that its application is transparent, avoiding distorting the conditions for obtaining it or giving it a different use other than that for which it was granted.

## 4. COMPLIANCE WITH THE CODE OF ETHICS

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**We shall at all times guarantee compliance with this Code of Ethics**, which implies rejecting any tourism or related activity that might involve an abuse of human rights or human dignity, particularly in relation to minors.

To this end, we have a Control and Monitoring Committee (hereinafter referred to as the "CMC") responsible for monitoring compliance with the principles of action and standards of conduct set out in the Code of Ethics.

In the exercise of its functions, the CMC shall ensure:

- a.- The confidentiality of all data and background information processed as well as actions carried out, unless required to disclose such information by law or court order.
- b.- The exhaustive analysis of any data, information or document involved in the investigation.
- c.- The establishment of a procedure appropriate to the circumstances of the case, in which the right to be heard and the presumption of innocence of any person concerned shall always be respected and acted upon independently.
- d.- The indemnity of any informant as a consequence of submitting a request or complaint to the CMC.

The CMC may act on its own initiative or at the request of an employee or third party with a sufficient interest, based on a complaint made in good faith, and shall have the necessary means to ensure the application of this Code. Its decisions will be binding on Barceló companies and employees.

Failure to comply with the Code of Ethics may result in employment sanctions, without prejudice to any administrative or criminal sanctions that may also result from the case.

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## 5. PUBLICATION OF THE CODE

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The Code shall be made available to all employees in their own language, shall remain published on the Barceló intranet and shall be the subject of appropriate communication, training and awareness-raising actions for its adequate understanding and implementation throughout the organisation.

In particular, the Code shall be personally notified to all Barceló Group directors and managers and to any person representing the Group, when so required by the nature of their relationship, who must undertake in writing to comply with the same. Similarly, the obligation to comply with the Code will be expressly included in the employees' employment contracts.

Human Resources shall ensure that the Code is correctly communicated to all employees and persons who, for whatever reason, shall be subject to the same.

## 6. COMMUNICATIONS

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In case of doubt when interpreting any of the rules described in this Code of Ethics, or in relation to any other aspect or conduct that is not included and that may fall within its scope of action, employees can make an enquiry by **sending an email to the Human Resources Department**.

You will receive an answer as soon as possible.

The Code establishes the principle of due diligence for the prevention, detection and eradication of irregular conduct, whatever its nature.

**In the event of a breach of the Code, the company has a consultation and notification procedure that allows any person associated with the company to report any irregularity that, in their opinion, constitutes a breach of the Code.**

Any employee who is suspected, accused or charged in criminal proceedings shall report to the Group Controller or the CMC as soon as possible. Employees must also inform the Group Controller or the CMC of the existence of administrative records concerning them, whether as alleged perpetrators, witnesses or otherwise, which are processed by the authorities or supervisory bodies of the activity of the Group companies, even if inclusion in such records is not related to professional performance.

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# Annex

BARCELÓ GROUP CODE OF ETHICS  
September 2013

## ANNEX I GLOBAL CODES AND COMMITMENTS VOLUNTARILY ASSUMED BY BARCELÓ

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- Code of Conduct for the Protection of Children and Adolescents from Sexual Exploitation in the Travel and Tourism Industry, signed with the Catalan Association for Abused Children (ACIM).
- United Nations Global Compact, managed by the Spanish Association of the Global Compact (ASEPAM).

## ANNEX II PRINCIPLES OF THE GLOBAL COMPACT

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The Global Compact calls on companies to adopt, support and enact, within their sphere of influence, a set of core values in the fields of human rights, labour and the environment. The principles are as follows:

### **Human rights**

1. Businesses should support and respect the protection of internationally proclaimed human rights; and
2. Avoid being complicit in human rights abuses.

### **Labour**

3. Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;
4. The elimination of all forms of forced and compulsory labour;
5. The effective abolition of child labour; and
6. The elimination of discrimination in respect of employment and occupation.

### **Environment**

7. Businesses should support a precautionary approach to environmental challenges;
8. Undertake initiatives to promote greater environmental responsibility; and
9. Encourage the development and diffusion of environmentally-friendly technologies.

### **Corruption**

10. Businesses should work against corruption in all its forms, including extortion and bribery.
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### ANNEX III TERMINOLOGY

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For the purposes of this Code, the following definitions shall apply:

**Barceló Group.** All the companies within the Barceló group of companies throughout the world. Unless otherwise stated, the term “company” refers to each and every one of the companies included within the Barceló Group.

**Staff or employees.** All directors, managers and other Barceló employees, regardless of the form in which they are hired, when acting in their capacity as such, that is, in the name and on behalf of or for Barceló, and whether they do so directly or indirectly, themselves or through an intermediary or through any company or other type of controlled entity.

**Related person.** Anyone who is in any of the following situations with Barceló staff:

- Spouse or person with similar affective relationship.
- Ascendant, descendant or sibling.
- Ascendant, descendant or sibling of the spouse or person with similar affective relationship.

**Suppliers.** The suppliers of Barceló Group goods and services that maintain commercial relations with Barceló.

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**Barceló**  
G R O U P