INTERNAL CODE OF CONDUCT IN THE SECURITIES MARKETS OF AMPER, S.A. AND ITS GROUP OF COMPANIES

Corporate Policy

Approved by the Board of Directors at its meeting of 22 May 2018

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PREAMBLE

At its meeting held on 22 February 2023, the Board of Directors of Amper, S.A. ("AMPER" or the "Company") approved the amendment of this Internal Code of Conduct in the Securities Markets, which shall apply to the Company and the companies of its group, as defined by law (the "AMPER Group" or the "Group"), rendering the previous version ineffective. This amendment has been made to ensure compliance with prevailing regulations and reflect the current situation of AMPER.

This code of conduct sets out the rules governing the conduct of those affected by it, with the aim of protecting the integrity of the financial markets and enhancing investor confidence, particularly among those who have invested in financial instruments issued by the Company. The code of conduct seeks to ensure that all investors are treated fairly and are protected against insider trading.

Article 1. Personal Scope of Application

This Code of Conduct shall apply to the following natural or legal persons (the "Affected Persons"):

- 1. Members of the Company's Board of Directors, the secretary, the deputysecretary, the legal adviser to the Board of Directors, the secretaries of the Board committees and, if they are legal persons, the individuals representing them.
- 2. Senior executives of the Group: (i) those who report directly to the Board of Directors of the Company, its Executive Committee or the Chief Executive Officer of the Company and (ii) those others who have regular access to Inside Information (as this term is defined below) and who are empowered to take management decisions affecting the future development and business prospects of the Company (together with the persons referred to in section 1 above, the "Persons Discharging Managerial Responsibilities").
- 3. Other persons who, at any given time, have or may have access to Inside Information due to their relationship with the Company or the Group.
- 4. The person responsible for managing the Company's treasury shares (i.e., a member of the Finance Department), who must comply with the requirements set out in the regulations in any case.

The following shall be considered "Connected Persons" of the Affected Persons:

a) The spouse or person in a similar relationship of affectivity.

- b) Ascendants, descendants and siblings of the director or of the persons subject to conflict of interest rules or of the spouse (or person in a similar relationship) of the director or of the persons subject to conflict of interest rules.
- c) The spouses of ascendants, descendants and siblings of the director or of persons subject to conflict of interest rules.
- d) Persons who have lived together for at least one year prior to the date on which the transaction is carried out.
- e) Companies or entities in which the director or person subject to conflict of interest rules, or any of their respective related persons, directly or indirectly exercises -by themselves or through third parties- significant influence over financial and operating decisions, in accordance with legal requirements (significant influence is presumed to exist where an interest in the share capital or voting rights is equal to or greater than 10%, or where representation on the Company's governing body has been obtained, de jure or de facto).
- f) The shareholders represented by the director on the governing body.
- g) Any legal person, trust or association in which the Affected Person, or any person referred to in preceding sections, holds a managerial position; or which is directly or indirectly controlled by such a person; or which has been created for their benefit; or whose economic interests are substantially equivalent to those of such a person.
- h) Other persons or entities to whom this consideration is attributed in the legal provisions in force from time to time.

Article 2. Objective Scope of Application

"Affected Securities" shall mean (i) any financial instruments within the meaning of both article 2 of the Consolidated Text of the Securities Market Act and article 3 of Regulation (EU) No 596/2014 of 16 April on market abuse relating to the Company or entities in its group; and (ii) for the sole purposes of articles 4 and 11 of these Regulations, financial instruments of entities not belonging to the AMPER Group in respect of which the Affected Persons have obtained Inside Information due to their relationship with the Company.

Article 3. Inside Information

"Inside Information" refers to precise information that has not been made public and relates directly or indirectly to the Affected Securities and instruments issued by Amper Group companies or other issuers outside the Group. It also refers to information relating to the issuer of such Securities, which, if made public, could significantly affect the prices of the Affected Securities and Instruments, or of the related derivative financial instruments, as the case may be.

Information is considered to be "precise" if it indicates circumstances that exist or may reasonably be expected to exist, or events that have occurred or may reasonably be expected to occur, provided it is specific enough to allow conclusions to be drawn about the effect that these circumstances or events could have on the prices of the Affected Securities or Instruments, or any derivative financial instruments related to them.

In this regard, in the case of a protracted process intended to generate or resulting in certain circumstances or a specific event, both the future circumstance or event and the intermediate stages of the process linked to its generation or triggering may be considered precise information.

An intermediate stage of a protracted process shall be considered Inside Information if it meets the criteria set out in this Code of Conduct.

"Information that could significantly affect the prices of the Affected Securities and Instruments, or of the related derivative financial instruments, as the case may be" means information that a reasonable investor would be likely to use as one of the basic motivating factors for his/her investment decisions.

Article 4. Obligations of Affected Persons Regarding Inside Information

Affected Persons who possess or have access to Inside Information and, in any case, Insiders¹, shall refrain from engaging in the following conduct, directly or indirectly, on their own account or on behalf of others:

a. Preparing or carrying out any type of Personal Transaction with the Affected Securities to which the information refers, including acquiring, transferring or assigning the Affected Securities to which the Inside Information refers, either directly or indirectly, for one's own account or that of third parties. Using this type of information, whether on one's own account or on behalf of third parties, to cancel or modify an order relating to the Affected Security to which the Inside Information refers, when the order was given before the Inside Information became known, shall also be considered to be a Personal Transaction. They shall also refrain from even attempting to carry out any of the above transactions.

The preparation and execution of transactions whose very existence constitutes Inside Information are exempt from this provision, as are transactions carried out in compliance with a pre-existing obligation to acquire or dispose of transferable securities or financial instruments, where such obligation arises from an agreement entered into before the Affected Person or Insider in question came into possession of the Inside Information, or by a manager under a discretionary portfolio management contract entered into by the Affected Person, their respective Connected Persons or an Insider, as well as other transactions carried out in accordance with the applicable regulations.

¹ **Insiders**: those persons who temporarily have access to Inside Information of the Company by reason of their participation or involvement in a transaction, operation or internal process entailing access to Inside Information, for as long as they are included in an Insider List, and until the Inside Information that gave rise to the creation of such register is disclosed to the market by means of the required disclosure in accordance with applicable regulations or otherwise ceases to have such status (for example, due to the suspension or abandonment of the transaction or operation that gave rise to the Inside Information) and the Compliance Division notifies them of this.

- b. Disclosing such information to third parties, except as part of the normal course of their work, profession or functions, provided those to whom the information is communicated are legally or contractually obliged to keep it confidential and have confirmed to the Company that they have the means to safeguard it.
- c. Recommending or inducing a third party to carry out any of the transactions referred to in letter a) above with the Affected Securities or causing another to carry out such transactions on the basis of Inside Information.

This conduct is deemed to have been carried out by an Affected Person not only when it is carried out directly by the Affected Person, but also when it is carried out through a Connected Person.

Article 5. Permanent Register of Persons Discharging Managerial Responsibilities

Without prejudice to the obligation to create and maintain the corresponding Insider List (as defined in article 6), AMPER shall keep and update (as provided by law) a documentary register of Persons Discharging Managerial Responsibilities, which shall also include their respective Connected Persons. This Permanent Register of Persons Discharging Managerial Responsibilities shall be drawn up in accordance with the templates legally established for this purpose.

Persons Discharging Managerial Responsibilities shall be informed of their inclusion in the aforementioned register and of the rights and other matters provided for in the applicable personal data protection regulations. They shall also be informed, where appropriate, of their subjection to this Code of Conduct, and in particular of their duty of confidentiality with respect to Inside Information, the prohibition of its use, and infringements and penalties, if any, arising from the improper use of Inside Information.

Persons Discharging Managerial Responsibilities must inform their respective Connected Persons in writing of the obligations arising from this Code of Conduct and keep a copy of the corresponding communication.

All Persons Discharging Managerial Responsibilities shall submit the initial notification referred to in article 10. Likewise, as long as they maintain the status of Person Discharging Managerial Responsibilities, they must notify the Compliance Department of any change to the information initially communicated.

All such Registers shall be managed by the Group's Compliance Department. The department is responsible for creating and updating these registers, as well as notifying the persons included of their inclusion and the reason why they are included or excluded.

Article 6. Insider List and other Obligations of the Company Regarding Inside Information

During the study or negotiation phases of any type of transaction in which Inside Information is handled, AMPER:

- a) Shall limit knowledge of Inside Information strictly to those persons, whether internal or external to the Group, to whom it is essential.
- b) Independently of the Permanent Register of Persons Discharging Managerial Responsibilities, the Compliance Division shall create and keep updated for each transaction (under the terms provided by law) a documentary register containing the details of the persons who, on a temporary or transitory basis, have access to Inside Information as a result of their participation or involvement in such transaction (the "Insiders" and an "Insider List", respectively).

Each Insider List shall be drawn up in accordance with the legally established templates and shall be kept for at least five years from its creation.

All Insiders shall submit the initial notification referred to in article 10, unless this is not required under the rules specifically applicable to them. Likewise, as long as they maintain the status of Insiders, they must notify of any change to the information initially communicated.

- c) The Compliance Department shall inform each Insider of their inclusion in an Insider List, as well as of the rights and other matters provided for in the applicable personal data protection regulations. Each Insider shall also be informed, where appropriate, of their subjection to this Code of Conduct, and of their duty of confidentiality with respect to Inside Information, the prohibition of its use, and infringements and penalties, if any, arising from the improper use of Inside Information.
- d) Shall establish security measures for the custody, archiving, access, reproduction and distribution of Inside Information.
- e) Shall monitor the market evolution of the Affected Securities and the news that professional broadcasters of economic information and the media may issue and that could affect them.
- f) In the event of abnormal changes in the volumes traded or prices of the Affected Securities, and if there are reasonable grounds to believe that these changes are the result of premature, partial or distorted dissemination of Inside Information, the Finance and Corporate Services Department shall immediately disseminate a relevant fact to the CNMV to inform the status of the transaction in question. This shall not affect the right to delay publication and dissemination of such information in accordance with the provisions of the legislation in force.

g) Shall subject Affected Persons to measures to prevent the improper use of Inside Information on the Affected Securities, without prejudice to their compliance with the obligations laid down for them both in law and in these regulations.

Communications with the directors, the secretary, the deputy-secretaries and the legal counsel to the Board of Directors or the secretaries of the committees of the Board of Directors shall be channelled via the Board secretary. To this end, the Compliance Department, as the party responsible for the Insider List, must inform the secretary of the Board of Directors of the inclusion in the register of any of these persons, as well as of its closure.

Article 7. Disclosure of Inside Information

In accordance with the provisions of the legislation in force, the Finance and Corporate Services Department of AMPER shall make public, as soon as possible, all Inside Information concerning it and, to this end, shall communicate it to the National Securities Market Commission ("CNMV"). In addition, AMPER shall disseminate the Inside Information through its corporate website, but in no case before it has been published on the CNMV's website.

The CNMV must be notified prior to its dissemination by any other means and as soon as the fact is known, the decision has been adopted or the agreement or contract in question, which constitutes the Inside Information, has been concluded.

The content of the communication of Inside Information shall be truthful, clear, complete and, where required by the nature of the information, quantified, so as not to be misleading or deceptive.

AMPER shall maintain on its corporate website the Inside Information that it makes public for the minimum period established by law.

AMPER may delay the public disclosure of Inside Information under its own responsibility, provided that the following conditions are met:

- a) The decision is taken as soon as possible after the Inside Information becomes known or is generated;
- b) Immediate disclosure would prejudice the legitimate interests of the Company;
- c) The delay in dissemination does not cause confusion or mislead the public; and
- d) AMPER is in a position to ensure the confidentiality of Inside Information.

In the event of a protracted process, the Company may, at its discretion, delay the public disclosure of Inside Information relating to the process and its various stages, provided that the provisions of the preceding paragraph are observed.

If the Company delays disseminating the Inside Information, it must notify the CNMV immediately after making the information public and provide a written explanation of how the aforementioned conditions were met, unless the CNMV states that this information should only be provided upon request.

The Finance and Corporate Services department is responsible for communications with the CNMV. It shall respond effectively and promptly to queries, verifications or requests for information relating to the dissemination of Inside Information.

Article 8. Prohibition of Market Manipulation

Affected Persons, Treasury Share Managers and Insiders shall refrain from engaging in practices that distort the free formation of prices, or attempting to do so. In particular, they shall not engage in any practices involving market manipulation, in accordance with securities market regulations.

For these purposes, market manipulation shall include the following activities:

- a. the execution of a transaction or the giving of a trading order or any other conduct that:
- (i) transmits or is likely to transmit false or misleading signals as to the supply of, demand for, or price of an Affected Security; or
- (ii) fixes or may fix at an abnormal or artificial level the price of one or more Affected Securities; unless the person who carried out the transaction or gave the trading order or engaged in any other such conduct demonstrates that such transaction, order or conduct was carried out for legitimate reasons and in accordance with a market practice accepted by the CNMV;
- b. the execution of a transaction, the giving of a trading order, or any other activity or conduct that affects, or may affect, the price of one or more Affected Securities by means of fictitious devices or any other form of deception or contrivance;
- c. disseminating information through the media (including the internet) or by any other means, thereby conveying or being likely to convey false or misleading signals as to the supply, demand or price of an Affected Security, or being likely to fix the price of one or more Affected Securities at an abnormal or artificial level, including disseminating rumours where the disseminator knows or ought to know that the information is false or misleading; or
- d. the transmission of false or misleading information or the provision of false data in relation to a benchmark, where the transmitter or provider of the data knew or ought to have known that it was false or misleading, or any other conduct involving manipulation of the calculation of a benchmark.

Article 9. Personal Transactions

"Personal Transactions" are considered to be those transactions carried out on their own account by Affected Persons and Treasury Share Managers or their Connected Persons in relation to the Affected Securities or related derivative instruments as defined in the applicable regulations.

In any event, "Personal Transactions" shall be deemed to be any transactions or contracts whereby Affected Securities or voting, subscription or preferential assumption or free-of-charge allocation rights attributed thereto are acquired or transferred in cash, forward or in the future, or whereby acquisition or transfer rights (including call and put options) of such Affected Securities are constituted, temporarily or permanently, on a limited or full basis.

Article 10. Initial Notification

Without prejudice to the disclosure obligations imposed by the regulations in force from time to time, all Persons Discharging Managerial Responsibilities and Insiders shall, within seven working days of receiving a copy of this code of conduct due to being included in the Permanent Register of Persons Discharging Managerial Responsibilities or Insider List, as applicable, send the duly signed Declaration of Connection attached to the annex hereto to the Compliance Department or the person designated by the Company for this purpose.

Article 11. Notification of Personal Transactions

Persons Discharging Managerial Responsibilities must notify the Compliance Department, or the person designated from time to time by the Company for this purpose, within three business days of execution, of each Personal Transaction carried out by them or their Connected Persons. This includes transactions carried out by an intermediary under a discretionary portfolio management contract. All notifications must be made using the legally established templates.

The provisions of the preceding paragraph shall apply to any Personal Transaction from the outset.

This obligation does not affect any other duties to communicate Personal Transactions imposed by the regulations in force from time to time, especially the obligations to communicate with the CNMV.

The Company's Compliance Department shall keep a record of all notifications received and inform all Persons Discharging Managerial Responsibilities of their obligations under this article.

Article 12. Discretionary Portfolio Management

Entering into a discretionary portfolio management contract by a Person Discharging Managerial Responsibilities (or a Connected Person) shall be considered a Personal Transaction. Accordingly, the relevant Person Discharging Managerial Responsibilities shall:

- a) Notify the Compliance Department (or the person designated from time to time by the Company for this purpose) of the existence of such a contract within three working days of its execution, including the identity of the management entity.
- b) Ensure that the contract is expressly subject to these regulations and that the management entity and its portfolio manager are aware of the regulations, both legal and internal to the Company, to which, as a Person Discharging Managerial Responsibilities, he/she is subject, and that both act accordingly.
- c) Order the management company to comply with all requests for information that the Compliance Department (or such person as the Company may determine for this purpose) may make in relation to Personal Transactions.
- d) Submit the information received from the management entity to the Compliance Department (or to the person designated by the Company for this purpose) half-yearly, including at least the date, number and type of Personal Transactions, without prejudice to the reporting obligation provided for in article 11; and
- e) Adapt contracts signed prior to the entry into force of this code of conduct to the provisions herein.

Article 13. Temporary Restrictions on Personal Transactions

Persons Discharging Managerial Responsibilities, Affected Persons and Treasury Share Managers as well as their respective Connected Persons who have had access to Inside Information relating to the Annual Accounts or the Interim Financial Results of the Company (together, the "**Temporarily Restricted Persons**") shall refrain from entering into Personal Transactions or transactions with Affected Securities for the account of third parties, directly or indirectly, in the following periods:

- a) Within thirty calendar days prior to the date on which the Annual Accounts are drawn up by the Board of Directors of the Company.
- b) Within thirty calendar days prior to the date of publication of the Company's Interim Financial Results, in accordance with applicable law.

Without prejudice to the foregoing, AMPER may authorise Temporarily Restricted Persons to carry out Personal Transactions within any of the above periods in any of the following cases:

- a) When there are exceptional circumstances, such as serious financial difficulties, which require the immediate sale of Affected Securities, upon a reasoned written request by the Temporarily Restricted Person.
- b) Personal transactions under or in connection with share incentive plans or preemptive or bonus share rights.
- c) Personal Transactions in which there is no change in the beneficial ownership of the Affected Security.

If in doubt about a Personal Transaction, the Temporarily Restricted Person shall consult the Compliance Department or the person designated by the Company for this purpose, and shall refrain from carrying out the Personal Transaction until they have received a response.

Article 14. Treasury Share Transactions

For the purposes of this code of conduct, "Treasury Share Transactions" shall refer to those carried out by the Company, either directly or through any Group company, on shares issued by the Company, as well as on financial instruments and contracts of any kind (whether traded on stock exchanges or other organised secondary markets or not) which grant the right to acquire or sell shares of the Company, or whose underlying assets are shares of the Company.

Article 15. Obligations of the Company in Relation to Treasury Share Transactions

Treasury Share Transactions shall always have legitimate purposes and shall never be intended to interfere with the free formation of prices, generating misleading signals in terms of volume which could create the impression that the demand or supply of Affected Securities is greater than it would be if supply and demand were to play out freely, or mislead investors as to the degree of liquidity.

AMPER shall implement measures to prevent investment or divestment decisions from being affected by knowledge of Inside Information when executing Treasury Share Transactions. As part of these measures, the person responsible for managing the Company's treasury share shall not have access to Inside Information.

Article 16. Person responsible for Treasury Share Transactions

The person responsible for management of Treasury Share Transactions shall refrain from carrying out, directly or indirectly, any transactions in Affected Securities using, for their own benefit or that of a third party, the information obtained as a result of the management of the Company's treasury share.

The articles of this code of conduct relating to Personal Transactions shall apply in full to the person responsible for managing Treasury Share Transactions, as if they were a Person Discharging Managerial Responsibilities. They must therefore make the initial notification provided for in Article 10 and communicate their Personal Transactions in accordance with the provisions of article 11.

Article 17. Consequences of Non-compliance

Failure to comply with the provisions of these regulations may result in administrative sanctions being imposed, as set out in the securities market regulations. This is without prejudice to any applicable employment-related disciplinary measures and any other applicable tax, civil or criminal consequences.

Article 18. Form of Disclosure

All notifications and disclosures to be made by Affected Persons must be made in a reserved and confidential manner, in writing and sent by email to the Compliance Department (or to the person designated by the Company from time to time) with confirmation of receipt or by any other means that allows proof of the date of receipt.

Article 19. Entry into Force

This code of conduct shall be submitted to the CNMV and shall take effect from the date of its approval.

Annex 1 - Statement of Connection

I, [], holder of National Identity Card number [], in my capacity as [], declare that I have received a copy of AMPER's Internal Code of Conduct in the Securities Markets and expressly agree to be bound by its contents.

Likewise, I declare that I have informed my respective Connected Persons in writing of the obligations deriving from the aforementioned Code of Conduct by means of the template of Notification to Connected Persons attached to AMPER's Internal Code of Conduct in the Securities Markets.

Furthermore, I declare that I have been informed that:

- i. Pursuant to the provisions of the consolidated text of the *Securities Market Act* approved by *Royal Legislative Decree 4/2015, of 23 October* (the "**LMV**"), the improper use of the Inside Information to which I may have access, as well as the failure to comply with the other obligations laid down in the *Code of Conduct*, could constitute a serious or very serious offence or an offence of insider trading in the stock market as provided for in articles 285, 285 bis, 285 ter and 285 quater of *Organic Law 10/1995 of 23 November of the Criminal Code* (the "*Criminal Code*").
- ii. The improper use of Inside Information, as well as failure to comply with the other obligations set out in the *Code of Conduct*, may be punishable as provided for in articles 302 and 303 of the LMV and in articles 285, 285 bis and 285 quater of the *Criminal Code*, with fines, special disqualifications, public reprimands, removal from office and imprisonment.

In accordance with the provisions of Regulation (EU) 2016/679, of 27 April 2016 and Organic Law 3/2018, of 5 December on the Protection of Personal Data and guarantee of digital rights, you are hereby informed that your personal data collected in this declaration and subsequently provided on the occasion of communications made in compliance with the Internal Code of Conduct will be processed by AMPER, S.A., with registered address at C/ Virgilio, 2 (Edif. 4). Ciudad de la Imagen, CP.28223, Pozuelo de Alarcón, Madrid, for the purpose of executing the provisions of the Internal Code of Conduct. The legal basis of the processing is based on the fulfilment of a legal obligation (Art. 6.1 c)).

Your personal data may be disclosed to third parties, in particular external advisors and lawyers, as well as to public bodies and courts and tribunals. Your personal data will be kept for as long as you maintain your status as a Person, after which time it will be kept until the statute of limitations period for any legal action has elapsed.

Likewise, you are informed that you may exercise your rights to access, rectification, erasure, restriction on data processing, data portability or objection by contacting AMPER, S.A. in writing at protecciondedatos@grupoamper.com or at the address indicated above. In addition, you may lodge a complaint with the Spanish Data Protection Agency ("AEPD").

In addition, I undertake to keep updated all the information submitted to the Company by reason of this declaration, relating both to me and, where applicable, to my Connected Persons.

Madrid, [] [] 20[]
Signed:	

Annex 2 - Notice to a Connected Person

Dear [Mr/Mrs/Ms] [Surname]:

In compliance with current legislation and in accordance with the provisions of the Internal Code of Conduct in the Securities Markets (hereinafter, the "ICC" or the "Code of Conduct") of AMPER, S.A. (hereinafter, the "Company" or "AMPER") and its group of companies ("AMPER Group") I hereby inform you of your status as a person closely connected ("Connected Person") to the undersigned, in my capacity as [] for the purposes of the aforementioned regulations and Code of Conduct.

As a Connected Person, you are therefore subject to the regime and obligations that the ICC, the consolidated text of the Securities Market Act approved by Royal Legislative Decree 4/2015 of 23 October (hereinafter, the "LMV"), Regulation 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (the "MAR") and its implementing regulations provide for such persons.

In particular, as a Connected Person, you will be subject to the regime for transactions and the duty of disclosure provided for in Article 19 of the MAR and Article 14 of the Code of Conduct.

In order to facilitate compliance with your obligations under the above-mentioned legislation and the provisions of the Code of Conduct, I enclose herewith a copy of the Code of Conduct.

In accordance with the provisions of Regulation (EU) 2016/679, of 27 April 2016 and Organic Law 3/2018, of 5 December on the Protection of Personal Data and guarantee of digital rights, you are hereby informed that your personal data collected in this declaration and subsequently provided on the occasion of communications made in compliance with the Internal Code of Conduct will be processed by AMPER, S.A., with registered address at C/ Virgilio, 2 (Edif. 4). Ciudad de la Imagen, CP.28223, Pozuelo de Alarcón, Madrid, for the purpose of executing the provisions of the Internal Code of Conduct. The legal basis of the processing is based on the fulfilment of a legal obligation (Art. 6.1 c)).

Your personal data may be disclosed to third parties, in particular external advisors and lawyers, as well as to public bodies and courts and tribunals. Your personal data will be kept for as long as you maintain your status as a Person, after which time it will be kept until the statute of limitations period for any legal action has elapsed.

Likewise, you are informed that you may exercise your rights to access, rectification, erasure, restriction on data processing, data portability or objection by contacting AMPER, S.A. in writing at protecciondedatos@grupoamper.com or at the address indicated above. In addition, you may lodge a complaint with the Spanish Data Protection Agency ("AEPD").

[place], [ddmmyyyy].	
Signed:[Position]	[Name and surname of the Director or Senior Executive]
	s annex, as well as AMPER's Internal Code of Conduct in now and understand and and I declare my commitment to
Signed:	[Name and surname of the Connected Person]