



INTERNAL WHISTLEBLOWING SYSTEM POLICY,

IWS Policy (English translation*)

In Madrid, May 2025

* This version is a translation of the internal regulation that was originally written in Spanish (check [here](#)). In the event of any discrepancy between the two versions, the Spanish version shall prevail over the English version.

* Esta versión es una traducción de la regulación interna original que se redactó en español (revisar [aquí](#)) En caso de discrepancia entre las dos versiones, la versión en español prevalecerá sobre la version inglesa.

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1. Introduction, Scope and Purpose

- 1.1. On February 21, 2023, was published the **Spanish Law 2/2023** regulating the **whistleblowing channels** in Spain (hereinafter referred to as "Spanish Law 2/2023").

It is a transposition of the EU Directive 2019/1937 on the protection of persons reporting violations of European Union law (herein referred to as the "Directive").

The purpose of Spanish Law 2/2023, in accordance with the Directive, is to protect persons who, in a labor or professional context, detect certain violations of regulations and report them through the Internal Whistleblowing Channels or Systems to be set up for this purpose, providing adequate protection against any type of reprisals.

- 1.2. Sports Reinvention Entertainment Group SL, (herein also referred to as "Sportian"; the "Company" or the "Responsible"), as established in the ethical principles of responsible business (Code of Ethics and its derived standards and policies), approved by the Board of Directors of Sportian, all Sportian Personnel have the responsibility to act with integrity, transparency, commitment and respect for the law and Sportian's internal regulations, as well as the duty to cooperate to prevent any person of Sportian from acting improperly or not with integrity, actively promoting the communication of any possible irregularity or non-compliance.
- 1.3. It is the **duty of all** employees, officers and directors of Sportian companies (the "Personnel") to report any suspected irregularity or act contrary to the law or internal rules of which they become aware. Only in this way will it be possible for any suspicion or doubt about a possible irregularity or non-compliance to be verified and, if applicable, to adopt the appropriate measures to remedy its consequences and prevent it in the future; thus improving Sportian's professional, social and ethical environment and its commitment to compliance with the applicable regulations.
- 1.4. The **scope** of this Policy is constituted as the basic document that contains the regulatory, operational and management framework of Sportian's Internal Whistleblowing System (or also known as "Ethics Line"; "IWS"; "Internal Whistleblower Channel"; "Whistleblower Channel" and/or "Whistleblowing Channel"). Sportian's IWS is the preferred channel for reporting, in general, on actions or omissions that:

 May constitute infringements of European Union Law, with the considerations established in Spanish Law 2/2023.

 May constitute a serious or very serious criminal or administrative offense.

This system is implemented as the Sportian 's Whistleblowing Channel.

As stated in the Code of Ethics and other internal regulations of Sportian, Sportian strictly rejects any conduct of an illicit or irregular nature under the premise that it is acting in favor of the Company, regardless of the possible economic benefit generated.

Regulatory compliance is the responsibility of each and every member of the organization. In this regard, and in accordance with the Code of Ethics, there is a duty to report any known fact that may constitute a crime, fraud or irregularity.

- 1.5. The **purpose** of this Policy is to define the principles and premises that regulate the Internal Whistleblowing System, which is intended to provide adequate protection against reprisals that may be suffered by individuals who report any of the actions or omissions that may constitute violations

in the terms defined in the previous section.

- 1.6. Sportian's IWS is configured as a **tool** to strengthen the culture of i) **communication** as an essential mechanism for the prevention, detection, monitoring, correction and continuous improvement of threats to Sportian's best principles and values and regulatory violations, to consolidate Sportian's risk and integrity framework and to facilitate compliance with the Code of Ethics and; ii) **information** as a source of value for Sportian's best purposes.

2. Scope of Application

- 2.1. The content of this Policy is **applicable** to Sportian, its Personnel and Third Parties acting in a specific relational framework for the prevention and detection of any irregular conduct.
- 2.2. **Personnel** shall be understood to include Employees, managers, members of the Board of Directors, Management Committees and Governing Bodies of the parent companies, subsidiaries and investee companies of or by Sportian, and their personnel, former employees, trainees or those who have completed their training, temporary employment agency (ETT in Spain) workers, legal representatives, interns, collaborators, suppliers, agents, business partners, etc.
- 2.3. The **protection measures** shall also apply to Whistleblower, regardless of whether they are or may be included in the definition of Personal or outside the environment and / or control of Sportian; being applicable to any third party and persons related to them or their personal and / or professional environment.
- 2.4. Sportian's IWS has a **dual purpose**.
 - 2.4.1. Protect persons who detect and report regulatory and anti-corruption violations in a work or professional context as well as the persons to whom the facts of the communication refer.
 - 2.4.2. Strengthen the culture of information or communication in Sportian, as a mechanism to prevent and detect threats to the public interest.







3. Management of the Internal Whistleblowing System

- 3.1. The **Board of Directors** of Sportian entrusted the Company's **Compliance Department** with the **management of its Internal Whistleblowing System**, which carries out its **functions in an autonomous and independent manner and has the necessary personal and material resources** for this purpose, it being the responsibility of the Board of Directors to ensure such autonomy, independence, means and materials.
- 3.2. When the time comes, and once this Policy and its associated Procedure have been approved, it shall be notified to the Spanish **Independent Authority for the Protection of Whistleblowers** the appointment of the Compliance Body.
- 3.3. The **management framework** is detailed in Sportian's IWS Procedure, which has been also created by the Compliance Department, which establishes the necessary provisions for Sportian's IWS to comply with the legally defined requirements.

- 3.4. Sportian's IWS Procedure foresees the participation of different areas that guarantee the preservation of **autonomy** and independence in all phases of the process.
- 3.5. The **management of communications** and information is always personalized in all existing internal systems, the phases that apply to all of them are reception, evaluation, analysis, investigation and resolution, applying in all cases the measures of information and communication to those involved in the process.

4. Access and Operation of the IWS


The **Internal Whistleblower System** is the preferred mechanism that Sportian makes available to all Persons identified in point 2.2. above, who may communicate any information related to Sportian that may involve a breach or infringement in the matter:

-  Labor, in relation to Occupational Health and Safety;
-  Data Protection;
-  Criminal Legislation;
-  Administrative legislation on serious or very serious infractions;
-  European Union law on procurement and public procurement; financial, products and markets services;; prevention of money laundering and terrorist financing; safety and conformity of products marketed in the EU; transport safety; environmental protection; radiation protection and nuclear safety; food safety, animal feed, safety and animal welfare; public health; consumer protection; protection of privacy and personal data, as well as network and database security;
-  Sportian's internal regulations and/or Corporate Reference Policies.

4.1. Submission of communications or complaints.

4.1.1. Communications to Sportian's Internal Whistleblowing Channel may be made by any of the legally established means. Information on the commission of infringements referred to in article 2.1. of Spanish Law 2/2023, as well as any other communication shall be communicated in writing or verbally through the means established for this purpose in the IWS.

4.1.2. Therefor, in summary the communications that will be received through the IWS can be made:

-  in **writing**;
 -  **verbally**;
 -  **both** ways.
- In the case of **written communications**, whistleblowers may use the "Ethics Line" technology platform through the Sportian website, or by post or email to the attention of the Compliance Department and/or Internal Whistleblowing System Manager at the following postal and/or e-mail address:
 - SPORTS REINVENTION ENTERTAINMENT GROUP SL
Calle de Torrelaguna, nº 60.
28043. Madrid (MADRID)
Att. Dpto. Cumplimiento Normativo
 - compliance@sportian.com
 - In the case of **verbal** communications, whistleblowers may request a face-to-face meeting,

informing them that the communication will be recorded or transcribed and they will be informed of the processing of their data, unless they have been previously informed.

4.2. **Processing of communications** and complaints.

4.2.1. All communications and complaints received in the IWS of Sportian will be **managed and processed as established in the IWS Procedure** of Sportian in the shortest possible time, taking into account the characteristics of the reported facts and other concurrent circumstances.

4.2.2. In any investigation, the strictest **confidentiality** shall be guaranteed with regard to any data and information received and scrupulous respect for the **rights of those involved**, especially those relating to the right to privacy, honor, to be heard, to be presumed innocent and to refute any accusation using the means of proof they deem appropriate for such purposes.

4.2.3. All the **channels identified** in point 4.1.2. above are valid; and in the event that a communication or report subject to the Whistleblower Channel is received through a channel other than the one established or by a person other than the Compliance Department, said person must maintain absolute confidentiality and secrecy regarding the information received and immediately forward the communication to the person in charge of the Internal Whistleblower System. Failure to comply with this obligation of confidentiality and secrecy constitutes a very serious breach of this Policy.

4.2.4. **Training and awareness**-raising initiatives will be designed and promoted so that employees know how to act in the event of having to submit a communication through Sportian's IWS and/or in cases where they may receive a communication that is not theirs to manage.

4.2.5. In no case may the confidentiality of the Channel be understood as an impediment or obstacle that restricts or conditions the possible reporting of the facts to the **competent authorities**, which shall be carried out in accordance with the laws in force in the corresponding jurisdiction.

5. **Protection to Whistleblowers**

5.1. Sportian's IWS is conceived from the design to ensure the confidentiality of any data communicated, and especially those relating to the identity of the Whistleblower and any third party mentioned in the complaint and/or deduced from the actions resulting from the Communication and/or Complaint, as well as the protection of personal data, preventing access to the corresponding information to unauthorized personnel in accordance with the applicable regulations.



5.2. The identity of the person who communicates a possible irregular action through the Whistleblower Channel, as long as it is not anonymous, will be considered reserved and confidential information and, therefore, will not be communicated to the person affected by the complaint or information or to any other third party without their consent, in strict compliance with the applicable regulations and as established in the Privacy Policy of the Internal Whistleblowing System of Sportian; with the exception that such information may be required, following the appropriate legal procedures, by administrative, judicial or other authorities or entities with sufficient legal or regulatory powers. Such transfer of data to administrative or judicial authorities will always be made in full compliance with applicable law.













5.3. Sportian expressly prohibits and will not tolerate, and will ensure that it does not tolerate, any act constituting retaliation, in any form, as well as any threat or attempt to retaliate against persons who submit a communication concerning actions or omissions identified in Article 1.4 (scope) of this Policy above, as well as against those persons who participate or assist in the investigation process,

provided that they have acted in good faith and have not participated in the reported act.

- 5.4. In order to comply with and enforce compliance with the provisions of point 5.1.3. above, the necessary measures shall be taken to ensure the protection of the persons involved in the procedure resulting from the Complaint / Communication. In the event of circumstances that make it advisable, Sportian shall adopt as many mitigating measures as it deems appropriate, from temporary transfers to another work center authorized by the business group to which it belongs, teleworking, temporary suspension of employment, etc., as long as they do not undermine the legitimate rights of the Staff and/or third parties involved.
- 5.5. In the Procedure for the management and processing of information received in the Internal Whistleblowing System, the measures for the protection of the Whistleblower and third parties are specified in more detail.

6. Data Protection












- 6.1. Sportian shall be considered the Controller of the processing of personal data derived from the use of the IWS and the processing of internal investigations (the "Personal Data") in accordance with this policy and the provisions of the regulations on the protection of personal data.
- 6.2. The Data Protection counsel and the Data Protection Officer of the Sportian are the contact points of Sportian for questions concerning the processing of personal data. If desired, the data subject may contact him/her through the e-mail address dataprotection@sportian.com.
- 6.3. The Personal Data to be processed within the scope of the Internal Whistleblowing System may be, in case of non-anonymity information: identification, contact, economic, professional and employment data, and data relating to the facts reported. In exceptional cases, when necessary in the context and according to the nature of the investigation, special categories of data will also be processed (such as data relating to criminal or administrative offenses, health data, data on sexual orientation or life or ethnic or racial origin), as well as any other data derived from the use and operation of the Internal Whistleblowing System, depending on the data communicated by the complainant/communicant. In this sense, the personal data processed within the scope of the Internal Whistleblowing System will be those provided directly by the interested parties or, where appropriate, by the Whistleblowers, as well as by the employees and third parties from whom information is requested within the scope of the Internal Whistleblowing System in the course of the investigation, if any, and which will be in any case related to the facts under investigation.
- 6.4. The Purposes of the processing and basis of legitimacy of the Internal Whistleblowing System of Sportian as Responsible for the processing of personal data has its legal basis in compliance with the obligations of having an Internal Information System and compliance with the provisions of Spanish Law 2/2023, which mainly result in managing and processing communications submitted through the IWS (the "Communication" and / or "Complaint").
- 6.5. Management of the procedure referred to in Article 9 of Spanish Law 2/2023, which basically consists of managing and processing the communications submitted through the IWS.
 - 6.5.1. Personal Data will be processed for the purpose of:
 -  process the communication and decide on its admission or inadmissibility and,
 -  in case of admission, to carry out the corresponding investigation and to adopt the corrective and disciplinary measures that may correspond.

- 6.6. Personal Data will only be processed within the channel for receiving communications for the time necessary to make a decision on their admission and will not be disclosed to third parties, unless it is necessary for the proper functioning of the system or to make a decision regarding the admission of a communication.
- 6.7. When communications through the Internal Whistleblowing System are submitted verbally, the whistleblower is aware that verbal communications will be recorded (voice, and/or image if strictly necessary or advisable) and will be documented,
-  by recording the conversation in a secure, durable and accessible format; or,
 -  through the subsequent complete and accurate transcription of the recording of the conversation, offering the whistleblower the opportunity to verify, rectify and accept the transcription of the conversation by signing it.
- 6.8. Once the decision on their admission or inadmissibility has been adopted, the personal data will be deleted from the communication reception channel and, in any case, if no decision has been made in this regard, three months after their registration. In no case will the data be kept for a period of more than ten years.
- 6.9. International transfers are not foreseen.
- 6.10. **Rights of the subjects:**
-  Right of **access**;
 -  Right of **rectification**;
 -  Right of **deletion**;
 -  Right to **limitation of processing**;
 -  Right of **object**;
 -  Right **not to be subject to automated individual decisions**;
 -  Right of **portability**.
-  **When personal data is obtained directly from the interested parties**, they will be provided with the **information** referred to in articles 13 of the RGPD and 11 of the LOPDyGDD.
- 6.11. The exercise of the rights identified in the previous article may be made at any time and free of charge:
-  By sending an e-mail to dataprotection@sportian.com indicating the right to exercise and the identification data.
 -  By sending a written request to the attention of the Responsible of the Internal Whistleblowing System of Sportian, calle de Torrelaguna, nº 60, 28043, Madrid, indicating the right you wish to exercise and your basic identification data to verify your identity, being able to request, where appropriate, accreditation of these.
- 6.12. On the other hand, we inform you that you have the right to file a complaint with the Spanish Data Protection Agency (www.aepd.es; letter addressed to Calle de Jorge Juan, nº 6, 28001, Madrid; or through the [electronic register of the AEPD](#)) if you consider that a breach of data protection legislation has been committed with respect to the processing of your personal data.

7. Advertising

- 7.1. Sportian Personnel have the obligation to know and act in accordance with the provisions of Sportian's internal regulations in the performance of their duties, especially in view of the purpose of strengthening the information culture, the integrity infrastructures of organizations and the promotion of the information or communication culture as a mechanism to prevent and detect threats to the public interest.
- 7.2. To this end, all employees will be informed about this policy.
- 7.3. Employees shall be obliged to attend training courses on Sportian's IWS when requested. Unjustified non-attendance may result in disciplinary action.
- 7.4. In order to comply with Sportian's commitment to transparency and to better disseminate this Policy, it will be published both on the Company's internal network and on the website <https://www.sportian.com/ethics>.

8. Relevant Legislation

- 8.1. This Policy shall be governed by the provisions of the regulations applicable at all times, based on the date of its approval, among others, on the:
 -  EU Directive 2019/1937 of the European Parliament and of the Council on the protection of persons reporting breaches of Union law.
 -  Spanish Law 2/2023, regulating the protection of persons who report regulatory violations and the fight against corruption.
 -  Spanish Law 10/1995, Criminal Code and its subsequent amendments.
 -  Circular 1/2011 of the Spanish Attorney General's Office, of June 1, regarding the criminal liability of legal persons under the reform of the Criminal Code made by LO 5/2010 and Circular 1/2016 of the State Attorney General's Office regarding the criminal liability of legal persons under the reform of the Criminal Code made by LO 1/2015 by which Spanish Law 10/1995, of November 23, of the Criminal Code was amended.
 -  Spanish Law 11/2018 of August 31, 2018, on the transposition of directives on the prevention of money laundering.
 -  Regulation (EU) 2016/679 of the European Parliament and the Council on the protection of natural persons with regard to the processing of their personal data and on the free movement of such data (GDPR) and the Spanish Law 3/2018 on the Protection of Personal Data and Guarantee of Digital Rights (LOPDyGDD) whose purpose was to adapt the aforementioned GDPR to the legal system.
 -  Spanish Data Protection Authority (AEPD) Guide on data protection in labor relations.
- 8.2. In addition, this Policy takes into account other national and international standards in this area, such as:
 -  UNE 19601 Standard on Criminal Compliance Management Systems.
 -  ISO 37002 Standard on Whistleblowing Management Systems.
 -  37001 Anti-Bribery Management Systems Standard.
 -  ISO 37301 Compliance Management Systems Standard.

- 8.3. In the case of entities belonging to the same business group (art. 42 of Spanish Commercial Code), or subsidiaries, even if subject to foreign jurisdictions or complementary and/or specific sectorial regulations relating to the requirements of their listing on the stock exchange, the policies and procedures developed shall be taken into account for the drafting of Sportian's own regulations, including those of its IWS, maintaining with respect to its personnel the obligations contained in the consolidated group regulations insofar as they do not contradict the specific requirements of the applicable Spanish jurisdiction or national regulations.

9. Policy Ownership

- 9.1. This Policy is owned by the Compliance Department. Please contact compliance@sportian.com for any questions you may have.

10. Effectivity and Updates

- 10.1. This Policy has been created by the Compliance Department and is effective from the moment of its publication.
- 10.2. The content of this Policy will be updated and revised periodically, following the same procedure as in its preparation, and adapting it to changes in the company in general and Sportian in particular, and the latest approved version will be available on the following URL: <https://www.sportian.com/ethics>.