

Teixeira Duarte, S.A.

www.teixeiraduarte.com

Whistleblowing Policy

IDENTIFICATION OF THE COMPANY

Teixeira Duarte, S.A.

Head Office: Lagoas Park, Edifício 2 - 2740-265

Porto Salvo Share Capital: 210.000.000 €

Single Number of Legal Person and of Registration at the Commercial Registry of Cascais - Oeiras 509.234.526

PART I – WHISTLEBLOWING POLICY

1. FRAMEWORK

In order to comply with the legal and regulatory framework in force in Portugal, namely as established in Law No. 83/2017, of August 18th, particularly regarding the obligation to implement a channel for receiving reports of wrongdoing related to breaches of this Law, the Teixeira Duarte Group (hereinafter “the Group”) has, since January 1st 2018, implemented (i) a General Procedure for Organisation, Investigation and Remediation, which aims to define the organisational structure of the Compliance function, including the operationalisation of investigations into compliance breaches, remediation measures, and disciplinary actions; and (ii) a Corporate Procedure for the Management of Reports, which seeks to establish the process for reporting, monitoring, and handling complaints received within the Group Companies as a measure to prevent and combat improper practices. This procedure applies to reports submitted to the Group Companies by employees or third parties but is limited to areas of corruption, competition law violations, financial and tax matters, and other breaches of the Teixeira Duarte Code of Ethics and Conduct that may harm the Company and its employees, either in terms of reputation or financially (both hereinafter referred to as the “Procedures for the Management of Reports”).

It so happens that, on the 18th of March 2021, it was approved the 2020 - 2024 Anti-Corruption National Strategy (Strategy), under the terms of the Ministers Council Resolution no. 37/2021, of the 6th of April, which established six priorities: i) improve the knowledge, the training and the institutional practices with regard to transparency and integrity; ii) prevent and detect the corruption risks in the public action ; iii) engage the private sector in the prevention, detection and repression of corruption ; iv) strengthen the articulation between public and private institutions ; v) ensure a more effective and uniform enforcement of the legal mechanisms regarding the repression of corruption, improve the response time of the judicial system and ensure adequate and effective punishment ; vi) periodically elaborate and divulge reliable information on the corruption phenomenon.

For the effective implementation of the 2020–2024 National Anti-Corruption Strategy, among other measures, Decree-Law No. 109-E/2021 of December 9th (hereinafter “Decree-Law 109-E/2021”) was published, which, by establishing the general regime for the prevention of corruption, imposes the obligation to adopt a compliance programme that must include, among other matters, the implementation of reporting channels within each applicable company.

Article 8 of the Annex to Decree-Law 109-E/2021 provides that entities headquartered in Portugal employing 50 or more workers, as is the case for certain companies within the Teixeira Duarte Group, must maintain internal reporting channels and follow up on reports of acts of corruption and related offences in accordance with the legislation transposing Directive (EU) 2019/1937 of the European Parliament and of the Council of October 23rd 2019 (hereinafter “Directive 2019/1937”), on the protection of persons who report breaches of Union law.

Regarding this matter, Law No. 93/2021 of December 20th (hereinafter “Law 93/2021”) came into force on June 18th 2022, transposing Directive 2019/1937 and establishing the general framework for the protection of whistleblowers, introducing new requirements concerning the protection of persons reporting breaches.

In this context, and with a view to adapting the Reporting Management Procedures implemented within the Teixeira Duarte Group to the new legal requirements on whistleblower protection, effective following the entry into force of Law 93/2021, the present Teixeira Duarte Group Whistleblowing Policy (hereinafter “the Policy”) has been prepared. Having been approved at the Board of Directors meeting of Teixeira Duarte, S.A. on August 17th 2022, as the Group’s top listed company, it shall be applied to it and extended to all Group entities within its consolidation perimeter and management scope, replacing the Reporting Management Procedures previously in force and implemented within the Group.

2. MISSION AND VALUES

Teixeira Duarte's Mission and Values have always been transmitted to all workers by example and daily practice and constitute the essence of its ethics and shape the conduct of its employees, having been described at Teixeira Duarte as a faithful reflection of its past and as pillars for its future. The central core of Teixeira Duarte's Ethics is based on its Mission and Values which are defined below:

The Mission – Execute, contributing towards the construction of a better world – defines what moves its Employees on a daily basis, and constitutes the goal shared by all regardless of their area of activity, geography, or work team.

"**Execute**" because it is always intended to make it happen.

"**Contributing**" because we must understand that no one does anything alone.

For the "**Construction**" of which we are part.

Of "**a better world**" which is the objective we all share.

The Values are the way one should act to achieve that goal and characterise the Company's involvement with all related parties. They are:

Ingenuity – Value based on the origin and purpose of the Company: "Engineering House", where, from the research and domain of the principles of science, one innovates and develops knowledge and techniques to apply, with efficiency and minimum waste, in the resolution of practical issues, forming, encouraging and trusting the people in-house.

Truth – It consists in the straight appreciation of the facts, exposing the things as they are, with good faith and with great accuracy, assuming the mistakes and limitations, as well as the successes and capabilities, and always reporting in a transparent and adequate the Company areas of performance and responsibilities.

Commitment – Corresponds to a responsible and committed way of accepting challenges and responsibilities, on the importance of the "given word" and on the fulfilment of all obligations, with others as well as on the loyalty and complicity with their own colleagues and the Company itself, with respect for others, for the dignity of every human person and for the sustainability of the community.

Based on its Mission and Values and enshrined in its Code of Ethics and Conduct, the actions of Teixeira Duarte and its Employees are guided by the undertaking of measures that prioritise the prevention and prohibition of practices contrary to internal regulations and applicable law. The operational rules and guiding principles that have shaped Teixeira Duarte's conduct, enabling it to successfully overcome the challenges faced over more than a century of activity, are a source of pride and serve as an incentive for the Group's continued growth.

3. GOAL AND SCOPE OF THE POLICY

The Teixeira Duarte Group Whistleblowing Policy aims to implement the provisions set forth in the Group's Code of Ethics and Conduct and has been prepared in accordance with the provisions of Law No. 83/2017, Decree-Law 109-E/2021, and Law 93/2021, as previously mentioned, as well as the recommendations of the Portuguese Corporate Governance Code issued by the Portuguese Institute of Corporate Governance, which, in Recommendation I.2.4, provides for the adoption by Teixeira Duarte, S.A. of a Whistleblowing Policy.

WHISTLEBLOWING POLICY

This Whistleblowing Policy has the following objectives:

- a) Definition of the method for receiving, controlling and handling reports of wrongdoing, whether spoken or written, in which Teixeira Duarte Group companies are allegedly involved, whether in situations of non-compliance with the Code of Ethics and Conduct and/or internal regulations, or in situations of non-compliance with legal provisions, in particular with the prevention of money laundering and financing of terrorism, insider trading, fraud or corruption in the performance of professional activities by employees or any third parties working with Teixeira Duarte Group companies.
- b) To ensure the adoption of measures to prevent and combat improper practices, complying with the technical and legal requirements applicable to safeguarding the rights of those affected.

To this end, and in compliance with its Policy and Code of Ethics and Conduct, the Teixeira Duarte Group has implemented a whistleblowing channel, the Ethics Channel, which allows for the reporting of acts related to corruption, as well as any other non-compliance that may involve unlawful conduct. A procedure is in place that establishes the process for reporting, monitoring, and handling complaints received within the corporate structure as a measure to prevent and combat improper practices, ensuring the anonymity of whistleblowers whenever they so wish.

This Policy applies to all Directors, Employees, Other Company Representatives, Third Parties, Shareholders, Clients, and other Stakeholders, and was approved by Teixeira Duarte, S.A., as the top-tier listed company of the Teixeira Duarte Group, meaning it is applicable to itself and to all entities within its consolidation perimeter and management scope.

All companies within the Teixeira Duarte Group must formally adopt this Policy, ensure the implementation of procedures, and provide the technical means for receiving, monitoring, and handling whistleblowing communications, always in accordance with the principles and requirements set out herein. These mechanisms should be proportional to the size, nature, and complexity of each Group company's activities.

The adoption of the Whistleblowing Policy by Group companies must be formalised through approval by their respective administrative bodies.

For the purposes of this document, the meanings and scope of the following expressions used throughout are clarified:

Members of the Board:	Members of the management bodies of Teixeira Duarte Group entities or individuals appointed by them to hold such positions in other entities.
Employees:	Individuals bound by an employment contract with entities of the Teixeira Duarte Group;
Other Representatives:	All those who, without holding the status of "Administrators" or "Employees," represent the Company before third parties, namely as agents or proxies, or hold other corporate positions that are not managerial in any entities of the Teixeira Duarte Group, or are appointed by them to hold such positions in other entities.
Staff:	Group consisting of all "Administrators," "Employees," and "Other Representatives" of the Company.
Third parties:	Entity that has a commercial business, or partnership relationship with the Teixeira Duarte Group, namely as a service provider or supplier.

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Teixeira Duarte:	It is the identity of a business group presented through its brand image: a Portuguese Group founded as an Engineering House—something inherent to its origin and founder—which, with an entrepreneurial spirit and relying on its human resources and technical means, has, over decades, expanded its activities to other sectors and markets, maintaining an identity lived and upheld by all, with pride and dedication, over nearly a century of operation.
Teixeira Duarte Group:	All entities included within the consolidation perimeter and management scope of "Teixeira Duarte, S.A.".
"Teixeira Duarte, S.A.":	Top-tier publicly listed company of the Teixeira Duarte Group.
Company:	Legally independent entity that is part of the consolidation perimeter of Teixeira Duarte, S.A. which this Whistleblowing Policy applies.

4. COMPETENCIES WITHIN THE SCOPE OF THE POLICY WHISTLEBLOWING POLICY

It is the responsibility of the Board of Directors of Teixeira Duarte, S.A. to:

- (i) Approve the Whistleblowing Policy and any amendments thereto, taking into account the Audit Board's responsibilities regarding the supervision of the procedures for receiving, managing, and handling reports of wrongdoing.
- (ii) Ensure the alignment of the Policy with the Group's mission and Values;
- (iii) Ensure the implementation of procedures and the availability of technical means for receiving, managing, and handling reports of wrongdoing, guaranteeing, in particular, the confidentiality and anonymity of the communications received, as well as the protection of the personal data of both the reporting person and, when applicable, the alleged wrongdoer;
- (iv) Foster a culture and environment that encourages Teixeira Duarte Group Employees and other Stakeholders to report any wrongdoing of which they become aware.

It is the responsibility of the Chief Compliance Officer to:

- (i) Recommend to the Board of Directors and the Audit Committee of Teixeira Duarte, S.A. any necessary amendments to the Whistleblowing Policy whenever, in the exercise of its functions, it considers that the Policy:
- (ii) Is misaligned with the provisions of the Code of Ethics and Conduct, internal Policies and Regulations, or the Compliance Program in force within the Teixeira Duarte Group;
- (iii) Implements a reporting procedure that no longer ensures the confidentiality, autonomy, and anonymity of the communications received, also failing to guarantee the absence of retaliation against whistleblowers;
- (iv) Is outdated in relation to legal requirements or the recommendations of Regulatory Authorities.
- (v) Collaborate with the Ethics and Conduct Team in the preparation of the semi-annual Report.

It is the responsibility of the Supervisory Board to:

- (i) Monitor and oversee the process of receiving, controlling, and handling wrongdoing reports received directly, in order to ensure their confidentiality and that they are treated independently and impartially by the Ethics Team.

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- (ii) Follow up on the measures to be implemented to address the reported irregularity, after consulting the Ethics Team.

It is the responsibility of the “Ethics Team” to:

- (i) Receive, analyse, and appropriately handle reports of wrongdoing submitted by individuals covered under this policy, always ensuring the confidentiality of the entire process and that it is handled independently and impartially.
- (ii) Identify, whenever possible, patterns of behaviour and issue recommendations to prevent future violations.
- (iii) Prepare Investigation Reports with any measures to be taken to adequately address the reported wrongdoing.
- (iv) Every six months, prepare a quantitative report covering all cases analysed regarding wrongdoing reports, to be submitted to the Board of Directors and the Supervisory Board.
- (v) Provide the Group Compliance Officer with all necessary information to respond to potential requests from external entities.

The Ethics Team shall be composed of 3 to 5 members and must be appointed by the Board of Directors, taking into account their suitability for the role.

Considering the scope of the Teixeira Duarte Group, the Board of Directors of Teixeira Duarte, S.A., may appoint a Regional Ethics Team for specific geographical areas, responsible for receiving, analysing, and handling wrongdoing reports in that area and reporting the results to the central Ethics Team.

The Staff of the Teixeira Duarte Group have the duty to:

- (i) Immediately report any alleged irregularity of which they become aware, or which, based on the information available to them, can reasonably be expected to occur, regardless of the existence of supporting evidence or documentation.
- (ii) Provide the Ethics Team with all information in their possession and cooperate fully in the corresponding investigation process.

5. COMPRISED WRONGDOING

The Teixeira Duarte Group Whistleblowing Policy applies to reports of all acts or omissions, whether intentional or negligent, that involve a (real or potential) violation of legal or regulatory norms related to the Group’s activities, including, but not limited to, the following areas:

- a. Acts or omissions contrary to European Union law, particularly regarding: public procurement; financial services, products, and markets; anti-money laundering and counter-terrorism financing; product safety and compliance; transport safety; environmental protection; radiation protection and nuclear safety; food safety for humans and animals; animal health and welfare; public health; consumer protection; privacy and personal data protection; and network and information system security.
- b. Acts or omissions contrary to internal market rules, including competition law, state aid rules, and corporate tax regulations.
- c. Violent crime, especially highly organised and serious violent crime, as well as crimes linked to organised and economic-financial criminal activity.

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- d. Falsification of records in accounting, internal accounting controls, or audits of these records and controls.
- e. Illegal conduct within the Group's business activities, including harassment and discrimination, money laundering and terrorism financing, conflicts of interest, corruption and bribery, employee fraud, fraud by service providers to the Group, theft or damage to assets, breaches of confidentiality and data protection, and violations of competition rules.
- f. The Policy also covers wrongdoing or indications of violations of the values set out in the Code of Ethics and Conduct, the Workplace Harassment Prevention and Combat Procedure, as well as any breaches of internal procedures currently in force within the Teixeira Duarte Group.

Accordingly, this Policy is intended for reports concerning infractions that have been committed, are being committed, or whose commission can be reasonably anticipated, including any attempts to conceal such infractions.

6. WHISTLEBLOWERS AND CONDITIONS OF PROTECTION

For the purposes of this Policy, a Whistleblower is defined as an individual who reports or publicly discloses an infraction based on information obtained in the course of their professional activity, regardless of the nature of that activity or the sector in which it is carried out.

For example, whistleblowers may include: employees, service providers, contractors, subcontractors, and suppliers, as well as any persons acting under their supervision and direction.

The status of whistleblower is not excluded if the report is based on information obtained from a previously terminated professional relationship, during the recruitment process, or at any other pre-contractual negotiation stage, whether or not a professional relationship is ultimately established.

Thus, the protection provided by this Policy applies to whistleblowers who (i) act in good faith and have reasonable grounds to believe that the information is true at the time of reporting, (ii) have knowledge of the infraction in the context of their professional activity. Protection is also extended to third parties who assist or are connected to the whistleblower, such as colleagues or family members, who may be subject to retaliation in a professional context.

7. WRONGDOING REPORTING

The Teixeira Duarte Group recognises the importance of the subject addressed in this Policy, which plays a key role within the Group's risk management framework. The operational rules and guiding principles that have shaped Teixeira Duarte's conduct, enabling it to successfully overcome challenges over more than a century, are a source of pride and an incentive for the Group's continued growth.

Accordingly, guided by the principles of good faith, independence, confidentiality, non-retaliation, and the duty to report, the Teixeira Duarte Group ensures that procedures are in place to allow the safe submission and follow-up of reports of wrongdoing. These procedures guarantee the completeness, integrity, and secure retention of reports, as well as the anonymity of whistleblowers and any third parties mentioned, preventing access by unauthorised individuals. The absence of conflicts of interest must also be ensured in the operation of internal reporting channels.

To this end, a Procedure (PART II) has been established to support the parties involved in the process of receiving, monitoring, and handling reports of wrongdoing, whether communicated orally or in writing, concerning wrongdoing within Teixeira Duarte Group companies. The existence of this model does not preclude the development of more detailed policies on these matters in specific internal procedures.

WHISTLEBLOWING POLICY

a. Internal Whistleblowing Channels

These are internal reporting channels of the Teixeira Duarte Group:

- a) The whistleblowing channel implemented by Teixeira Duarte, called the "Ethics Channel", allows for the reporting of wrongdoing anonymously, if the whistleblower so chooses, and is available at <https://www.teixeiraduarte.pt/grupo/canal-de-etica/>;
- b) Mail addressed to the Board of Directors or to the Supervisory Board of Teixeira Duarte, S.A.;
- c) Electronic mail sent to compliance@teixeiraduarte.com, with exclusive access granted to the members of the Ethics Team;
- d) Electronic mail sent to conselhofiscal@teixeiraduarte.com, with exclusive access granted to the members of the Supervisory Board.

b. External Whistleblowing Channels

Teixeira Duarte must inform all Recipients of this Policy about the possibility of submitting external reports to the authorities that, according to their roles and competences, should or may have jurisdiction over the subject matter of the report, including:

- a. The Public Prosecution Service;
- b. The criminal police bodies;
- c. The independent administrative authorities;
- d. The Public Institutes;
- e. General inspections and equivalent authorities, as well as other central services of the direct administration of the State with administrative autonomy.

Recipients of this Policy may only resort to external channels when (i) they have reasonable grounds to believe that the infringement may not be effectively addressed internally, or there is a risk of retaliation, (ii) they have initially submitted an internal report without receiving communication of the measures planned or adopted within the internally defined deadlines for response.

8. ANONYMITY, CONFIDENTIALITY AND ABSENCE OF REPRISALS

Teixeira Duarte ensures the possibility of submitting reports anonymously through the Ethics Channel.

Each report of a wrongdoing is treated as confidential, and all individuals with access to information regarding alleged wrongdoing are obliged to maintain secrecy.

If the whistleblower chooses to report a wrongdoing anonymously via the Ethics Channel, Teixeira Duarte ensures that data from the reports are encrypted, making access to the information impossible.

Due to this confidentiality, only have access to the wrongdoing reports the Members of the Ethics Team, the Technical teams assisting with the investigation, the Members of the Supervisory Board, the Members of the Board of Directors and, when strictly necessary, employees or external consultants expressly designated to assist the Ethics Team, who must sign a Confidentiality Agreement.

Teixeira Duarte Group guarantees that no retaliation or discrimination will be taken against whistleblowers who act in good faith and have a reasonable basis to believe that the information is true at the time of the report. This protection also extends to good-faith witnesses involved in the process, unless they are later found responsible for the irregular acts.

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Any retaliation against whistleblowers or good-faith witnesses is condemned within the Group and may result in disciplinary action against those responsible or who allowed such retaliation.

The protection under this Policy also applies, with necessary adaptations, to: a) Individuals assisting the whistleblower confidentially, including union representatives or worker representatives; b) Third parties connected to the whistleblower, such as colleagues or family members, who may face retaliation in a professional context; c) Legal entities or equivalent organisations controlled by or associated with the whistleblower, for whom they work or are otherwise connected.

False reports or the abusive or bad-faith use of the available mechanisms for reporting wrongdoing, aimed at discrediting a Group company or an individual, may result in actions against the whistleblower, including, as applicable, disciplinary or legal proceedings, if the conduct so warrants, in accordance with the Code of Ethics and Conduct currently in force within the Teixeira Duarte Group.

9. PERSONAL DATA AND RETENTION OF RECORDS AND REPORTS OF WRONGDOING

The information communicated will be used exclusively for the purposes set forth in this Policy, in strict compliance with the provisions of Personal Data Protection legislation. The processing of personal data arising from the application of this Policy shall adhere to the general principles in force within the Teixeira Duarte Group and shall observe the provisions of the General Data Protection Regulation, approved by Regulation (EU) 2016/679 of the European Parliament and of the Council of April 27th 2016, as well as Law No. 58/2019 of August 8th, which ensures the implementation of this Regulation in the national legal system, and Law No. 59/2019 of August 8th.

The Ethics Team will retain records of all communications received for a period of five years, ensuring their confidentiality, including the identity of the author of the communication or any information that could identify them, which will not be disclosed to anyone except those authorised to handle the communications.

The Ethics Team does not maintain databases containing personal information of either the whistleblowers or the individuals being reported.

Notwithstanding the above, the Companies of the Teixeira Duarte Group may disclose the identity or information when subject to disclosure obligations imposed by law, administrative, judicial, or supervisory decisions. Notwithstanding the above, any disclosure of information shall be preceded by written notification to the whistleblower, indicating the reasons for the disclosure of the confidential data in question, except where such disclosure would compromise the ongoing investigations.

Communications received are retained only for the strictly necessary period and for the legally defined terms applicable to the scope of the communication.

10. REPORTING

Regarding reporting, it is the responsibility of the Ethics Team, with the collaboration of the Chief Compliance Officer, to prepare a quantitative report every six months covering all situations analysed. This report is submitted to the Board of Directors and the Audit Committee, indicating the total number of reports received, the number of reports archived, the categories of issues related to the wrongdoing, and the types of measures adopted to address the identified wrongdoing, while omitting the identities of the whistleblowers, the accused and the other parties involved.

Additionally, in compliance with the current legislation on anti-corruption, the Ethics Team must also provide the Group's Chief Compliance Officer - all the necessary information to respond to any requests from external authorities. The Chief Compliance Officer ensures and oversees the application of the compliance program, performing their functions independently, continuously, and with decision-making autonomy.

11. POLICY REVISION AND UPDATE

Teixeira Duarte, S.A. ensures the periodic monitoring of its Whistleblowing Policy to verify its adequacy in meeting the Governance and Internal Control standards established for the Teixeira Duarte Group.

The Whistleblowing Policy will be reviewed periodically, at intervals not exceeding three years, to ensure that it remains up-to-date and appropriate for fulfilling its purpose.

PART I – WHISTLEBLOWING PROCEDURE

12. WHISTLEBLOWING PROCEDURES

The Whistleblowing Procedure set forth in this Policy regulates the procedures for receiving, monitoring, and handling the reports received by the Teixeira Duarte Group, without prejudice to further detailing this matter in specific internal procedures.

12.1. Receipt of Wrongdoing Reports

Reports of wrongdoing may be submitted in writing, either anonymously or non-anonymously, through the following channels:

- a) By completing the form available on the whistleblowing channel implemented by Teixeira Duarte, “the Ethics Channel,” which allows the reporting of wrongdoing anonymously if the whistleblower so chooses. The channel is available at <https://www.teixeiraduarte.pt/grupo/canal-de-etica/>;
- b) Mail addressed to the Board of Directors or to the Supervisory Board of Teixeira Duarte, S.A.
- c) Electronic mail sent to compliance@teixeiraduarte.com, with exclusive access granted to the members of the Ethics Team;
- d) Electronic mail sent to conselhofiscal@teixeiraduarte.com, with exclusive access granted to the members of the Supervisory Board.

If the whistleblower chooses to report an irregularity through the “Ethics Channel,” they must complete a form, which must, at a minimum, identify the type of event being reported, provide a brief description of the facts supporting the reported irregularity and indicate the relationship of the alleged perpetrator with the Company involved. The whistleblower may attach any documentation that supports the report. The report will be received, analysed, and will follow the treatment flow defined and detailed below.

In the case of a non-anonymous report, the individual must provide sufficient information to allow their identification. If insufficient data is provided, the report will be treated as anonymous.

In all cases, reports should be submitted with the highest possible level of detail - without compromising the independence and confidentiality of the process - so that the corresponding sorting and Investigation can be conducted, following the treatment flow defined and explained further below.

Finally, anyone who receives a report through a channel other than the Ethics Channel, and if the report was not submitted anonymously, must inform the whistleblower of the existence of the Ethics Channel available at <https://www.teixeiraduarte.pt/grupo/canal-de-etica/>; alternatively, the recipient may, on their own initiative, submit the report directly through the Ethics Channel in order to centralise all reports, ensuring that they receive the same treatment and follow the established process, as detailed further below.

12.2. Processing of Reports of Wrongdoing

The Ethics Team is responsible for receiving, analysing, and appropriately handling reports of wrongdoing submitted through any of the channels described above, always acting in a manner that ensures the confidentiality of the entire process and treating it independently and impartially.

For each report submitted, if it is not anonymous, the Ethics Team must notify the whistleblower within a maximum of seven (7) days, providing the following information: (i) confirmation of receipt of the report; (ii) the reference number assigned to the report; and

(iii) information regarding the requirements, competent authorities, and the procedure and admissibility of submitting an external report. Confirmation of receipt does not imply that the report will proceed to the investigation phase, as it may be archived, with the whistleblower being informed accordingly.

If the report is anonymous and submitted through the Ethics Channel, a reference number will be assigned at the time of submission, which the whistleblower should keep to consult the status of their report.

Access to received reports is restricted to members of the Ethics Team. If any member of the Ethics Team is implicated in the report, they will be automatically excluded from the process. Information contained in the report will be communicated anonymously to all parties involved in the process if requested by the whistleblower.

All correspondence addressed to the company and identified as a report must be forwarded to the Ethics Team. Access to the corresponding email address is restricted to the Ethics Team through a password. After reviewing the messages, the Ethics Team must register the reports received via this channel in the Ethics Channel created for this purpose.

In all communications between the whistleblower and the Ethics Team, regardless of the channel used, the reference number assigned to each report must always be indicated.

12.2.1. Sorting

Upon receiving a report, regardless of the channel through which it is submitted, a communication number is immediately assigned, and a sorting is conducted within a maximum period of 15 (fifteen) days from the date of receipt. This sorting determines whether the report falls within scope and/or contains sufficient relevance to proceed to the investigation phase.

The sorting process allows for the dismissal of bad-faith reports and the identification of cases with higher legal complexity, as well as violations that require immediate action for their interruption and remediation. This means that all reports of wrongdoing, whether submitted in writing or verbally, are analysed and generate a specific procedure that may or may not lead to the opening of an investigation. During the sorting, the Ethics Team may request additional information from the whistleblower through the Ethics Channel, while maintaining anonymity if the whistleblower has requested it.

After the sorting, a report must be prepared, containing supporting elements and relevant evidence, and submitted to the Board of Directors of Teixeira Duarte, S.A. This report should include an opinion regarding:

- a. Archiving the case, if it is determined that the report of wrongdoing is unfounded, abusive, contains clearly incorrect information, was made with the intent to harm, denigrate, or discredit someone, or is based on generic and imprecise descriptions.
- b. An indication that the case should proceed to Investigation, listing the facts, situations, or behaviours that suggest the existence of an irregularity, as well as identifying any additional steps to be taken to assess the legitimacy of the report's grounds.

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Once the Sorting Report prepared by the Ethics Team has been received and analysed, the Board of Directors of Teixeira Duarte, S.A. must decide on the procedure to follow, opting for either the dismissal of the case or proceeding with an investigation, as described in points (a) or (b) above.

12.2.2. Dismissal

After the sorting is completed, if it is decided to archive the report due to the absence of grounds for proceeding, the case is referred back to the Ethics Team, which handles the dismissal of the case and informs the whistleblower with a reasoned explanation. The notification of the dismissal to the whistleblower must be made within a maximum of 15 (fifteen) days following the completion of the triage report, using the same channel through which the report of the irregularity was received.

12.2.3. Investigation

If it is determined that the submitted report falls within the scope of this Policy and is well-founded, after consultation with the Board of Directors of Teixeira Duarte, S.A., the Ethics Team must initiate an Investigation. This investigation will include all appropriate internal actions to verify the allegations contained in the report and, if applicable, to stop the reported wrongdoing.

The investigation must be conducted with discretion, impartiality, and the necessary confidentiality, respecting the anonymity of the whistleblower. It should include document analysis, identification of involved parties, visits or audits of locations where the violation occurred, collection of testimonies, identification and preservation of evidence and assessment of whether interviews with involved parties or third parties are necessary.

Depending on the complexity or technical nature of the investigation, the Ethics Team member responsible for the report may request additional resources from the Board of Directors of Teixeira Duarte, S.A., including specialists in financial, legal, or technical areas, while always maintaining confidentiality and anonymity.

If the investigation actions could potentially harm the organisation's image or reputation, the investigation team must consult the Statutory Audit Board of the company, if applicable, or otherwise the Board of Directors itself.

Individuals involved in any investigation process must be informed of their right to seek legal advice before speaking with any member of the Ethics Team.

At the conclusion of the investigation, the Ethics Team must submit an Investigation Report to the Board of Directors of Teixeira Duarte, S.A., including potential measures to appropriately respond to the report of wrongdoing, which may include:

- a. Proposal to amend internal procedures and/or policies;
- b. Proposal to initiate a disciplinary process;
- c. Proposal to remove a member from a corporate body;
- d. Proposal to terminate contractual relationships;
- e. Reporting to the competent authorities;
- f. Proposal to initiate legal proceedings, file a criminal complaint, or adopt a similar measure.

Each case is treated individually, but the Ethics Team should, whenever possible, identify behavioural patterns and issue recommendations to prevent future violations.

The outcome of the investigation must be communicated to the whistleblower no later than three (3) months from the date the report was received, including the measures planned or adopted in response to the report and their rationale.

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The whistleblower may, at any time, request to be informed of the outcome of the investigation, which must be communicated within 15 days after its conclusion.

FINAL PROVISIONS

This Whistleblowing Policy comes into effect on the date of its publication and repeals the General Procedure for Organisation, Investigation, and Remediation, as well as the Corporate Procedure for Managing Complaints previously in force within the Teixeira Duarte Group.

Porto Salvo, August 17th 2024

The Board of Directors of "Teixeira Duarte, S.A."

Manuel Maria Calainho de Azevedo Teixeira Duarte

Carlos Gomes Baptista

Maria da Conceição Maia Teixeira Duarte

Diogo Bebiano Branco de Sá Viana Rebelo

Isabel Maria Nunes Correia Teixeira Duarte

Miguel Calainho de Azevedo Teixeira Duarte