

## MADRID OFFICE WHISTLEBLOWING NOTICE

Latham & Watkins is committed to conducting our business with honesty and integrity and maintaining high standards. However, we are aware that we face the risk of things going wrong from time to time. A culture of openness and accountability is essential in order to prevent such situations occurring or to address them when they do occur.

EU Whistleblowing Directive 2019/1937 (the “Directive”) is designed to encourage and protect individuals who report breaches of EU law. The Directive requires EU Member States to transpose national legislation to provide whistleblowers with effective channels to report information about a wrong-doing.

In Spain, as a result of the aforementioned Directive, the local legislation is Law 2/2023, of February 20, regulating the protection of people who report legal infractions and fight against corruption.

### PRINCIPLES OF THE WHISTLEBLOWING CHANNEL

- **Legality and integrity.** The Whistleblowing Channel and its internal regulations will be governed by applicable law and other internal regulations of Latham & Watkins.
- **Accessibility and availability.** The Whistleblowing Channel software will be made available via the intranet page for internal reporting. The Whistleblowing Channel for external reporting is via email to: [LWWhistleblowingAdmin@lw.com](mailto:LWWhistleblowingAdmin@lw.com).
- **Traceability and independence.** Communications filed through the internal whistleblowing procedures will be registered and processed according to the Madrid Whistleblowing Policy.
- **Anonymity.** The Whistleblowing Channel allows anyone making a Communication to remain anonymous. Communications made via email to [LWWhistleblowingAdmin@lw.com](mailto:LWWhistleblowingAdmin@lw.com) can be sent anonymously by using an unidentifiable email address. Communications made anonymously will be treated in the same way as those made without anonymity.
- **Good faith.** Information submitted as a whistleblowing Communication must be provided in good faith (that the person filing the Communication believes that the issue reported is unethical or illegal and that the facts reported are true at the time the Communication is made).
- **Protection and non-retaliation.** Latham & Watkins is committed to protecting anyone who makes a Communication of unethical or illegal conduct in good faith from any type of retaliation (including threats of retaliation and attempts of retaliation).
- **Right of defence and right to the presumption of innocence.** Latham & Watkins accepts the right of defence and right to the presumption of innocence of all persons involved in the Communications, as well as any other corresponding right or guarantee according to applicable internal regulations or legislation.
- **Confidentiality.** The Whistleblowing Channel ensures that all information reported, especially the identity of the reporting person, shall remain confidential.
- **Data protection.** External and internal data protection regulations will be respected, applying the data protection policies of Latham to the management of data obtained through the Whistleblowing Channel. For external reporting, see [Our Client and Third Party Notice](#).

- **Transparency.** The Whistleblowing Channel software and the Madrid Whistleblowing Policy will be available internally via Latham & Watkins's intranet site. Employees will be informed of and receive training on its contents.

## WHAT CAN BE REPORTED THROUGH THE WHISTLEBLOWING CHANNEL?

"Whistleblowing" is the disclosure of information which relates to suspected wrongdoing or dangers at work. This may include, but is not limited to:

- Illegal activity or serious breaches of applicable law or regulations.
- Behaviour which is contrary to internal Latham & Watkins policies or regulations.

This may include, but is not limited to:

- criminal activity, particularly any concerns around corruption and bribery;
- money laundering and terrorist financing;
- acts which breach the tax regulations, including Public Treasury and Social Security fraud;
- financial fraud or mismanagement;
- danger to health and safety (occupational health and safety);
- damage to the environment;
- breach of consumer protection legislation;
- unauthorized disclosure of confidential information;
- breach of data privacy legislation,
- conduct likely to gravely damage our reputation;
- serious failure to comply with any professional obligations or regulatory requirements; and
- the deliberate concealment of any of the above matters.

Specifically, within the scope of Spanish legislation, can also be reported communications provided for in article 2 of Law 2/2023, of February 20, such as breaches of European Union law, any behavior that could constitute a serious or very serious criminal or administrative infringement.

## WHO CAN WHISTLEBLOW?

A whistleblowing concern can be raised by all personnel employed, or providing services to the Madrid office:

- Employees (including directors, officers and members of supervisory bodies).
- Workers at any level.
- Self-employed individuals.
- Legal representatives of employees.
- Volunteers and unpaid trainees (including work experience).
- Job applicants.
- Former employees.
- Suppliers, contractors or subcontractors.
- Any person who works for (or under the supervision or direction of) a supplier, contractor or subcontractor.

## HOW CAN CONCERNS BE REPORTED?

Internal reporting can be made using the Whistleblowing Channel's software available via Latham & Watkins intranet site. It is also possible to report by means of a face-to-face meeting with the local whistleblowing reporting officer, within 7 days of such request. In Spain, the internal Whistleblowing Channel is operated internally by the **Office of the General Counsel**, who has delegated these functions to an internal team.

External reporting can be made via email to: [LWWhistleblowingAdmin@lw.com](mailto:LWWhistleblowingAdmin@lw.com).

We will inform you of the outcome of the corresponding internal investigation within 3 months, except in cases of special complexity that require an extension of the term, in which case it may be extended for up to three additional months. You should treat any information about the investigation as confidential.

## INVESTIGATION PROCEDURE AND OUTCOME

Latham & Watkins is committed to investigating all whistleblowing concerns raised fairly and promptly, in accordance with applicable legislation, the Madrid Whistleblowing Policy and other internal regulations.

In general terms, the investigation should be carried out as follows:

### 1. Acknowledgement of receipt

Once a concern has been raised, an acknowledge receipt will be sent within 7 calendar days, unless this may jeopardize the confidentiality of the information.

At the request of the Whistleblower, reports may be made in a face-to-face meeting within a maximum period of seven (7) days from the request. If the Whistleblower chooses this alternative, the information provided must be documented by recording it (if the Whistleblower gives his/her consent) or by means of a complete and accurate transcript of the conversation.

## 2. Admission or non-admission procedure

The Responsible of the Internal Information System will carry out a preliminary analysis of the scope and content of the report, deciding on its admissibility or inadmissibility based on the indications of infringement and evidence provided:

- Admission to processing: admission to processing will be agreed when the report is within the objective (“What can be reported”) and subjective (“Who can report”) scope of application, as well as when, after the above analysis, it is understood that there are elements that provide veracity to it.
- Inadmissibility to processing: otherwise, the Responsible of the Internal Information System will agree to the inadmissibility of the same.

## 3. Report Instruction

- Designation of the instructor: Designation of the Instructor in charge of carrying out the internal investigation (documentation analysis, conducting interviews, etc.), which will be developed in accordance with the applicable external and internal regulations and, especially, taking into account the principles and guarantees of the Whistleblowing Channel.
- Deadlines for instruction: The instruction may not exceed a maximum period of three (3) months from the receipt of the report. In particularly complex cases that require an extension, this period may be extended up to three (3) additional months.

## 4. Internal research report

Once all the investigative steps have been completed, the instructor will prepare the Internal Research Report that will be submitted to the Responsible of the Internal Information System (if another person is the instructor), and which will contain, at least, the following points:

- Facts or conduct that is the subject of the investigation.
- Detailed analysis of the investigation (actions that have been carried out, interveners, departments affected, etc.).
- Investigative measures carried out during the investigation of the case.
- Results of the investigative measures carried out.
- Assessment of the reported facts.
- Conclusions.

## 5. Resolution

Adoption of the corresponding measures upon confirmation of non-compliance.