

**Canal Abierto Policy
(Whistleblowing channel)
PagoNxt Group**

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1. INTRODUCTION

1.1. Purpose and context

All PagoNxt Group units will have an internal reporting system, ethics line or whistleblowing channel (called Canal Abierto¹ at PagoNxt Group level). Its purpose will be to detect and act on any conduct that breaches the PagoNxt Code of Conduct or violates our PagoNxt culture and behaviours “Imagine I Care I Simplify”, as well as other internal or external regulation, while fostering an atmosphere in which employees, executives, directors and any third party who interacts with PagoNxt Group may speak up and be truly heard, thereby strengthening PagoNxt Group’s reporting and compliance culture, in alignment with Santander Group’s one. For this purpose, PagoNxt Group actively encourages employees to report any irregularity.

This internal regulation aims to define the global policy and criteria that must govern the establishment and management of the reporting systems that each PagoNxt Group entity makes available to their stakeholders, in order to:

- Align them with the Canal Abierto model defined and promoted globally by the board of directors of Banco Santander, S.A. and by PagoNxt Group’s governing bodies and senior management; and
- Guarantee that the PagoNxt Group’s reporting channels have solid, standardised principles and procedures that allow coherent reporting of information to their respective governing bodies.

This internal regulation contains both the policy on the Canal Abierto (applicable to all PagoNxt Group entities) and the procedure for the use and operation of said channel, (only applicable to those PagoNxt entities which have adhered to Canal Abierto, as stated under Appendix III hereto, but expected to be used as a reference document with the standards to be implemented for the remaining PagoNxt Group entities).

1.2. Definition and scope

Canal Abierto is the mechanism for reporting suspected **work-related conduct** such as:

- Illegal acts in the workplace.
- Irregularities and breaches of PagoNxt Code of Conduct and its implementing regulations that may result in disciplinary action.
- Inappropriate accounting, auditing or internal control practices, or inappropriate influence on external auditors (SOX).
- Irregularities related to sustainability matters².
- Infringements of the anti-money laundering and terrorist financing regulations or the internal regulation to ensure compliance with them or bribery and corruption.

¹ Canal Abierto is the internal reporting system model set up by PagoNxt Group to cover all available reporting channels, the person responsible for it and its governing principles, which are set forth in this internal regulation.

² It refers to environmental, social, including human rights, and governance issues. These topics are listed in the EU Corporate Sustainability Reporting Directive (CSRD) 2022/2464 and its implemented legislation in Spain (Please refer also to any other local regulation applicable to this matter across other countries where PagoNxt has presence).

- Breaches of the securities market regulations.
- Conduct that may constitute an act contrary to the law or other applicable regulation, in particular a serious or very serious criminal or administrative offence or a breach of European Union law³, or other applicable regulation.
- Acts or conduct presumed to breach the corporate behaviours in force at any given time at PagoNxt Group.

Appendix I to this internal regulation contains a list of the types of conduct that may be reported through Canal Abierto and the related definitions.

1.3. Scope of application and ownership

This Internal Regulation is mandatory across all PagoNxt Group. Please refer to the following document “*General and Common Principles of Internal Regulation and how it is implemented in PagoNxt Subsidiaries*” for further details on applicability, adoption, and transposition instructions.

PagoNxt Risk & Compliance function is responsible for the development and the interpretation of this document.

2. CRITERIA

Given that Canal Abierto is a global mechanism within PagoNxt Group, it is structured into the following levels to achieve effective implementation:

- Common standards (Section 2.1):** these are the pillars of the PagoNxt Group's Canal Abierto model. They have been designed taking into account international standards and the best practices adopted by the PagoNxt Group's local units. **All PagoNxt channels must comply with these standards** in order to be considered aligned with the Canal Abierto global model.
- Management criteria (Section 2.2):** these elements have been agreed globally in order to achieve standardised, consistent management of all channels and ensure Canal Abierto fulfils its purpose, not only as a tool for driving corporate culture, but also for risk management and identification of the main concerns within PagoNxt Group, so that they can be mitigated and reported to the PagoNxt and Santander Group's senior management, when required as per PagoNxt Internal Governance Model.
- Guarantees for the user (Section 2.3):** these are the guarantees that the Canal Abierto has with respect to the users who access it.

³ Persons reporting this type of conduct will also be protected by the specific protection rules set forth in Spanish Law 2/2023.

- d) **Local initiatives (Section 2.4):** PagoNxt local units will be able to put in place any initiatives they consider appropriate to encourage use and better management of the channels.

2.1. Common standards

The common standards that must be met by all PagoNxt Group channels are as follows:

- **Tone from the top**

The support and involvement of senior management in the existence and management of Canal Abierto is key to ensuring that it works properly and that employees and other stakeholders trust it.

The commitment from PagoNxt Group entities senior management to behave with integrity, honesty and respect for the law and the rights of others is key to fostering a culture of ethics and compliance.

It is a highly recommended best practice that the local CEO or General Managers sponsors Canal Abierto through internal communications or other forms of communication (videos, for example), highlighting the importance of using it to report irregularities that may be investigated and give rise to improvements in the entity.

The person responsible for managing the internal reporting system (Canal Abierto) of PagoNxt, S.L., will be the chief compliance officer (CCO) as the CCO's duties are carried out independently and autonomously, with the support of the necessary human and material resources in this regard. For each respective PagoNxt entity adhered to Canal Abierto, this role will be assumed by the person responsible for the Compliance function, avoiding always conflicts of interest. This designation will be adopted by each respective board of directors, or governing bodies, and reported to the Independent Reporter Protection Authority ("*Autoridad Independiente de Protección al Informante*"), when required as per Spanish Law 2/2023.

The functions involved in managing Canal Abierto must keep the person responsible of Canal Abierto informed of the result of any investigations conducted and of the main actions they perform in this connection. The Compliance function will coordinate the management of Canal Abierto.

- **Duty to report any illegal acts or breaches**

All members of staff, including senior management and members of the governing bodies of the companies comprising PagoNxt Group are obliged to report to the related company any suspected serious or very serious criminal or administrative offence or breach of European Union law, or other applicable regulation, and any suspected unlawful act.

- **Awareness-raising initiatives**

It is important to raise awareness of the existence of the channels among all employees so that they know how important it is to use them to create a positive working environment. For this purpose, initiatives will be run regularly to raise awareness or provide training so that all employees can see the importance of this channel, its features and how it works.

- **Easy access to the channel**

Canal Abierto must be easily accessible and available on the PagoNxt Internal Regulation portal, local intranets, corporate website, when available, and by telephone or using any other electronic device, and it must be easy for any employee or third party to locate.

- **Information for employees on statistics, results and lessons learned from reports received through Canal Abierto**

Employees will be informed, through general communications, about the management and consequences of reports received through Canal Abierto⁴.

The aim of this initiative is to promote the use of the channel by showing that actions are being taken when issues are raised, to provide information on actions taken, and to ensure that the measures and improvements implemented at each unit can be used as an example to prevent similar behaviour in the future.

- **When requested by the reporters, reports made through Canal Abierto will remain anonymous**

Anyone accessing the channel will be entitled to do so anonymously and this anonymity will be guaranteed through the appropriate mechanisms, to the extent permitted by law. All reports will be completely confidential, whether or not they were made anonymously.

- **Possibility of using Canal Abierto to report conduct not aligned with the corporate behaviours**

Respect for our corporate culture and the behaviours and values that represent it is essential. The channel may therefore be used for reporting not only serious or very serious criminal or administrative offences or breaches of European Union law, or other applicable regulation, or most serious irregularities or breaches of the Code of Conduct, but also those behaviours that in the professional or labour environment are not aligned with PagoNxt Group's corporate culture, including its corporate behaviours.

⁴ This communication may also be carried out with the trade unions, where applicable.

- **Management of Canal Abierto by an external provider to ensure the confidentiality and anonymity of reports**

As a best practice, it is considered very useful to have a platform for receiving and managing reports that is managed by an external provider in order to ensure the confidentiality and anonymity of the reports, without prejudice to the other guarantees in place, mentioned in section 2.3 below.

- **Mechanisms in place to prevent conflicts of interest while reports are being investigated**

One of the guarantees inherent to this channel is the prevention of conflicts of interest during investigations (Section 2.3). It is therefore essential to establish appropriate controls and mechanisms to mitigate these situations.

- **Regular review of Canal Abierto by Internal Audit**

Internal Audit will review the PagoNxt Group’s channels and, as part of its functions, it will regularly assess, according to its risk assessment and the annual audit plan, whether the channels comply with these common standards.

2.2. Management criteria

PagoNxt Group's channels must comply with the following management criteria:

- **Taxonomy of cases that may be reported using Canal Abierto**

Appendix I contains a list of the types of cases and the definitions that are applicable at the time of approving this Internal Regulation. This taxonomy should be applied by all PagoNxt Group entities for classifying the cases reported using Canal Abierto.

The list of types of cases may be reviewed by PagoNxt Risk & Compliance (Holdco) and modified by a resolution of the management committee. This will be notified across PagoNxt Risk & Compliance teams to ensure that all cases are classified in a standardised manner.

- **Channels enabled for employees and third parties (vendors, customers, etc.)**

Canal Abierto is enabled to receive reports made by:

- PagoNxt Group professionals⁵;
- Shareholders;
- Members of the board of directors;
- Interns;
- Group service vendors;

⁵ The reports will refer to known facts within the scope of a professional relationship that is ongoing or has ended (e.g. former employees) or has not yet begun (e.g. candidates in recruitment processes).

- Customers;
- And any other third party that, being in the process of acquiring any of the above conditions or after having lost it, has been affected by the conduct reported in that process.
- **Processing of cases received by other internal sources (e.g. People& Culture, Internal Audit and control functions) or external sources**

Canal Abierto receives all reports made by employees or third parties who have personally decided to use this channel for this purpose.

In addition, the Compliance function may send cases to Canal Abierto that have come to its attention through other internal or external sources and that represent a suspected breach of the law or of the Code of Conduct and, in particular, a suspected serious or very serious criminal or administrative offence or breach of European Union law, without the need to seek prior consent from the employee concerned⁶.

Any communications or conversations held between employees and PagoNxt Human Resources staff in relation to work matters or conduct that are not aligned with the corporate behaviours will not be included in Canal Abierto by the People & Culture staff unless expressly requested by the reporter.

Any person receiving a report covered by Canal Abierto who is not responsible for managing the report must refer it immediately to Canal Abierto, while respecting at all times the reporter protection measures set forth in this policy, the data protection provisions and all other applicable regulations.

To this end, training and awareness initiatives will be developed and launched to ensure that the employees know how to act if they receive a report whose management is not their responsibility.

Any breach and, in particular, conduct that may constitute a serious or very serious criminal or administrative offence or breach of European Union law, which becomes known in the media, may be managed through Canal Abierto, provided that it meets the admission acceptance criteria set forth in section 1.2 above.

- **Mechanisms for preventing conflicts of interest**

When managing cases that are received through Canal Abierto, the general principles for managing conflicts of interest will be taken into account: (i) prevent; (ii) disclose; and (iii) abstain from participating in the decision, and act in accordance with the provisions of the PagoNxt Conflicts of Interest Internal Regulation.

If a potential conflict of interest arises in relation to the person (or team) responsible carrying out the investigation, the case must be reassigned to a different person or team.

⁶ In this regard, it will not be necessary to include non-compliances identified by the Compliance function as part of the controls it routinely carries out.

In exceptional cases, it may be necessary to use an external investigator.

- **Rights of the reporter and the person under investigation**

The internal investigation shall respect the fundamental rights of the reporter and the person under investigation.

People who make reports through the Canal Abierto will have the right to confidentiality of the facts reported, withholding their identity, and may not be subject to reprisals for using Canal Abierto in good faith.

All information, documentation, evidence, deliberations, etc. relating to the internal investigation shall be confidential. In this regard, only persons specifically designated for this purpose shall participate in internal investigations.

Should it be necessary to share documentation generated in the investigation (including the final report) with anyone outside those designated to carry out the investigation, this must be authorized by the respective Heads of the Compliance and People&Culture functions.

The person under investigation will be informed of the actions or omissions attributed to them (in the time and form deemed appropriate to ensure the successful outcome of the investigation), will have the right to be heard at any time, and will be given the opportunity to put forward arguments and use any means of defence deemed appropriate.

In all cases, respect for the presumption of innocence, the good repute, and access to the record of the person under investigation will be guaranteed during the investigation. Access to the report will be understood as the right to know the facts attributed to them without revealing information that could identify the reporter or compromising the outcome of the investigation.

This duty to inform the person under investigation will not apply in cases where the report is unfounded, is not directly processed through this channel or refers to cases of money laundering and terrorist financing. These cases will be governed by the prevailing related legislation and internal regulations, especially regarding the prohibition on disclosure in relation to reports and examination of transactions. The duty of information to the person under investigation will not be applicable when it implies compromising the confidentiality of the reporter, in accordance with the data protection regulations.

People under investigation may explain their version of events and provide the proof they consider necessary and may present their arguments in writing.

Similarly, reporter's identity will be protected and the confidentiality of the events and data of the procedure will be guaranteed.

It must be ensured that the internal investigation procedure is carried out independently, without any conflict of interest, actual or potential, in accordance with the provisions of this Policy, the Procedure for the Use and Operation of the

Canal Abierto (see appendix III of this Internal Regulation) and PagoNxt Conflicts of Interest Internal Regulation, when applicable.

Likewise, the actions carried out by the investigating team must be proportional and must respect in any case the rights to privacy, honor and reputation of the people involved in the facts investigated, as well as the presumption of innocence.

- **Maximum duration of the investigation and resolution of cases received**

Canal Abierto will acknowledge receipt to the reporter of any report received within a maximum period of five days.

Cases received through Canal Abierto must be processed within a maximum of 60 days from receipt of the communication, unless the case is specially complex or there are valid reasons to justify extending this deadline by a further 30 days.

Each person responsible for managing the internal control system (i.e. entity's chief compliance officer/head of Risk & Compliance, as applicable) will be informed of cases in which the investigation is taking longer than 60 days.

- **Processing of cases received**

All cases reported using Canal Abierto will be appropriately processed, without prejudice to their rejection for processing for the reasons established in this Internal Regulation, or because they are deemed unfounded during the process.

In cases where additional information is required from the reporter to continue with the investigation, the information will be requested and must be received in 15 days or the case will be closed and classified as "insufficient information".

In the internal investigation it carries out, the investigator may gather all the information and documentation they consider appropriate from any functions or companies of the Group. It may also be requested any assistance from Internal Audit or other functions.

Cases received will be processed in accordance with the provisions of the Procedure for the Use and Operation of Canal Abierto (please see appendix III of this Internal Regulation).

- **Oversight, reporting and escalation**

- PagoNxt Group entities must send a quarterly report to Santander Group Corporate Compliance with the KPIs on all cases received through Canal Abierto. Nonetheless, they must expressly specify which ones refer to cases communicated by reporters who are referred themselves as employees.
- Any cases affecting a member of the senior management⁷ or of the governing bodies of a Group company must be escalated by the local Compliance teams to Risk & Compliance at PagoNxt Holdco for its

⁷ Understood as Promontorio, Faro and Solaruco or the equivalent ones at PagoNxt (e.g. PagoNxt senior leadership teams, head of businesses and head of functions, as well as the remaining CEO/General Managers of each PagoNxt entity).

information, or to the respective corporate governance forum when justified because the person under investigation is a director or an executive of a given segment, without prejudice their being managed and investigated on a local level, when the alleged conduct took place at that level. The conclusions of the investigation will also be reported to Risk & Compliance at PagoNxt Holdco.

- Compliance functions across PagoNxt Group structure will analyse trends and patterns regarding measures adopted in the event of irregularities or breaches in order to identify fluctuations in the percentage of disciplinary measures that are being adopted at the respective local unit.

Any statistical outliers that are identified will be reported to the competent governing bodies.

- The local Compliance functions must report in due time and proper form when reports are received regarding irregularities in the area of accounting or auditing, and must escalate them to the local audit committee, or the respective board of directors, sending the resolution to Corporate Compliance at the Santander Group corporate center for submission to the audit committee of Banco Santander, S.A.

- **Disciplinary system**

Upon completion of the investigation, a ruling will be issued on the case, determining whether it is considered that a breach of the law, internal or any other applicable regulations, has occurred, whereby:

- If it is considered that the existence of a breach has not been established, a decision will be taken to close the case with no need to take any action, and to shelve it. The reporter and the persons concerned will be informed accordingly.
- If it is considered that the existence of a breach has been established, it will be referred to People&Culture function or the competent body to initiate the adoption of appropriate disciplinary measures or the adoption of corrective or preventive measures of an organisational or educational nature, complying with the provisions of the Collective Bargaining Agreement or the applicable legislation.

If the facts might be indicative of a criminal offence, the person responsible for managing Canal Abierto, as defined under section 2.1. above, will submit the file to the Legal Department. The latter will immediately submit the related information to the public prosecutor or, if the facts affect the financial interests of the European Union, to the European public prosecutor's office, unless the analysis determines the non-criminality of the conduct, which will be reported to the Compliance function. However, if the evidence is clear, this decision to submit the information will be adopted through the procedure described before the investigation is concluded.

Likewise, measures may be adopted to improve the internal regulation, procedures, policies or tools of the local unit to prevent a recurrence of the

detected irregularity, and to foster the PagoNxt culture and compliance with the corporate behaviours and applicable regulations.

2.3. Guarantees for the user

The guarantees defining Canal Abierto are as follows:

- **Open door policy**

Reporters may use Canal Abierto, which will be the preferred channel, to directly inform of any of the situations described above, regardless of the PagoNxt Group company⁸ in which it takes place. Cases may be reported through Canal Abierto in writing, on the following website:

<https://pagonxt.ethicspoint.com>

A face-to-face meeting with the managers of Canal Abierto may also be requested.

Another option is to send a letter to Compliance at the following postal address at PagoNxt Holdco (or the respective address of each PagoNxt Compliance functions):

Compliance PagoNxt, S.L.
Edificio Alhambra, Planta 2
Avenida de Cantabria, s/n
28660 Boadilla del Monte
Madrid, Spain

In all cases, reporters also have the option of reporting conduct that may be considered to constitute serious or very serious criminal or administrative offences or breaches of European Union law through the channel established by the, *Autoridad Independiente de Protección al Denunciante* and through the channels established by other bodies, listed in **Appendix II** purely for illustrative purposes.

- **Confidentiality and anonymity**

Reports made through Canal Abierto will be confidential and, if preferred, anonymous.

In confidential reports, identity of the reporter will be preserved

⁸ Please note that as per this open door policy, Santander Group Canal Abierto is also available for all entities within Santander Group and can be reached at the web site <http://www.canalabierto.ethicspoint.com/> or verbally, by calling the call centre on 900-99-0011, with direct dial code 844-742-7329. References therein to the Santander General Code of Conduct, Culture and Simple Personal and Fair behaviours, are equivalent to PagoNxt's ones (Code of Conduct, Wow Culture and behaviours Imagine, Care and Simplify).

notwithstanding the legal obligations and protection of rights of individuals or legal entities accused in bad faith.

Both Compliance and People&Culture will ensure the maintenance of confidentiality. To this end, they will identify possible conflicts of interest or other circumstances that might compromise this confidentiality and they will take the necessary steps to resolve them.

Any person (including the persons concerned) having knowledge of a report received through Canal Abierto is obliged to secrecy about the reporter's identity and the facts and circumstances related to the report.

If court or administrative proceedings are initiated as a result of the report made, it may be necessary to inform the competent judicial or court authority of the reporter's identity, in accordance with the law.

- **Prohibition on reprisals**

Reporters who report cases in good faith will be protected against any type of discrimination and penalisation as a result of the reports made. It is strictly prohibited to take any measure against the reporter constituting a reprisal, including the threat of the same, or any kind of negative consequence for having reported an action that is presumed to be illicit, irregular or not aligned with the corporate behaviours in place.

Reprisal means any act or omission that, directly or indirectly, represents an unfavourable treatment and places the person who suffers it at a particular disadvantage compared to another person, in the work environment, solely as a result of being a reporter or of having made a public disclosure.

By way of illustration, reprisals are understood to be⁹:

- i) Suspension of the employment contract, dismissal or termination of the employment or bylaw-stipulated relationship, including non-renewal or early termination of a temporary employment contract after the probation period has expired, or early termination or cancellation of contracts for goods or services, imposition of any disciplinary action, degradation or refusal of promotions and any other substantial modification of working conditions and non-conversion of a temporary employment contract into a permanent one, in the event that the employee had legitimate expectations that they would be offered a permanent contract;
- ii) Damages, including to the reporter's reputation, or financial losses, coercion, intimidation, harassment or ostracism;
- iii) Unjustifiably negative assessment or references with regard to the reporter's work-related or professional performance;

⁹ Excerpts from Spanish Law 2/2023 as examples.

- iv) Refusal of training;
- v) Discrimination, or unfavourable or unfair treatment; and
- vi) Prohibition of hiring vendors.

The scope of protection extends to persons related to the reporting person (co-workers, family members, related legal persons, etc.). It will also cover any individual who has assisted the reporter and, specifically, to the legal representation of the workers in the exercise of their advisory and support duties to the reporter.

Although, as indicated in this section, reprisals are not permitted, appropriate disciplinary measures may be taken if the reporter's report proves to be unfounded and to have been made in bad faith or if the reporter was found to have breached corporate behaviours or acted illegally. Likewise, the measures described under paragraphs (i), (iii) and (iv) above shall not be understood as retaliation when they are carried out in the regular exercise of management powers according to labour law, due to circumstances, facts or accredited infringements, and unrelated to the report on Canal Abierto.

There will be safeguards against reprisals for anyone reporting information through Canal Abierto, provided that the report was made in good faith and in accordance with the requirements set out in this policy and other applicable regulations. Protection will not be available for persons who:

- Report information contained in earlier communications that have been ruled inadmissible for any of the reasons set out in this policy or in its appendix III defining the Procedure for the Use and Operation of Canal Abierto.
 - Report interpersonal conflicts that affect only the reporter and the persons to whom the report refers.
 - Report information that is public or merely constitutes rumors.
 - Report information referring to actions or omissions not within the scope of application of Canal Abierto, as defined in this policy.
- **Management of conflicts of interest in handling reports received through Canal Abierto**

Anyone who may have a potential conflict of interest (even potential) with the persons concerned in a report received through Canal Abierto must refrain from taking part in the management of said report. The above applies equally to any person belonging to a function on which Canal Abierto needs to rely during the investigation.

In any event, the provisions of the Conflicts of Interest Policy will apply together with, at least, the mechanisms listed in section 2.2 above ("Management criteria")

2.4. Local initiatives

The PagoNxt Group entities may run their own initiatives separately from Canal Abierto in their respective geographies. These initiatives will be shared with Risk & Compliance at PagoNxt Holdco to promote best practices, sharing and learning among all the PagoNxt Group entities, while respecting the provisions of this internal regulation, in all aspects that do not contradict applicable local legislation.

3. GOVERNANCE AND REMIT

The Canal Abierto will be governed as described below, and in accordance with PagoNxt Governance Model.

- a. The board of directors, or governing bodies, are responsible for establishing the internal reporting system and for designating the person in charge of it, as per Spanish law 2/2023. They are also responsible for approving this internal regulation containing the policy and the procedure on the use and operation of Canal Abierto.
- b. Risk & Compliance committees across PagoNxt structure (or equivalent senior forum with delegated authority) will be responsible to monitor the risks related to Regulatory Compliance, among others. The Compliance teams will regularly provide with information on the cases received through Canal Abierto (or equivalent ones) at the PagoNxt Group main units.
- c. The human resources committees (or equivalent senior forum led by People&Culture, and when required with the support of representatives of the control functions -Risk, Compliance, Internal Audit-, as well as from the Legal, where attendees from other functions can be invited on a case-by-case basis) may decide on disciplinary measures for infringements or breaches of contracts as provided for in internal regulations, and on measures additional to disciplinary measures, whether administrative or criminal, and which may also result from non-compliance or irregularities, in accordance with applicable labour law.
- d. Where a report received through Canal Abierto (or equivalent channel) refers to accounting or auditing matters, pursuant to the Sarbanes-Oxley Act, on completion of the investigation in accordance with the provisions of this internal regulation, the resolution will be submitted to the audit committee of the corresponding entity, or the relevant board of directors, which will decide on the appropriate measures in this case, which will be reported to the Santander Group corporate centre for inclusion in its reporting to the audit committee of Banco Santander, S.A.

- e. The remuneration committee is responsible for issuing the report with the proposed measures to be adopted in case a director breaches the Santander Group Code of Conduct in the securities market, which may arise from a report through the Canal Abierto.

4. CHANGE CONTROL

This internal regulation becomes effective on the date of its approval, and its contents will be subject to periodic reviews so that any changes or amendments deemed appropriate can be made.

ID	Owner	Maintenance	Validation	Approval Committee	Date
1	CCO PagoNxt	CCO PagoNxt	CCO PagoNxt	PagoNxt S.L Management Committee ¹⁰	24 May 2023
2	CCO PagoNxt	CCO PagoNxt	CCO PagoNxt	PagoNxt S.L. Management Committee ¹¹	22 Oct. 2025

ID	Description
1	Transposition for PagoNxt of the following internal regulation from Santander Group: (i) Canal Abierto Policy and (ii) Procedure Use and Operation of the Canal Abierto (both formerly included in PagoNxt under the Corporate Defence Internal Regulation), with the latest update as per Spanish Law 2/2023 which transposes the EU directive on whistleblowers protection.
2	Refreshed version to align it to the changes approved by Santander Group in the Canal Abierto Policy and the Use and operation of Canal Abierto Procedure (dated 24 June 2025), including the following main changes: (i) Inclusion of Irregularities related to sustainability matters in the scope of the policy (ii) Inclusion of a new section that regulates the breaches of the Code of Conduct oversight, (iii) References to 2 new guidelines produced (management of the platform and investigations), (iv) Update of contact mechanisms related to the treatment of personal data, (v) Updating functions names, (vi) Roll out of a telephone line to complement EthicsPoint platform.

¹⁰ To be cascaded down and approved also by the respective governing bodies of PagoNxt Group entities.

APPENDIX I: TYPES OF CASES THAT MAY BE REPORTED THROUGH CANAL ABIERTO AND DEFINITIONS

Category	Sub-category	Definition
Code of Conduct	Marketing of products and services	Marketing products or services without fulfilling the obligation of treating the customer fairly by acting honestly, impartially and professionally.
	Conflicts of interest/activities outside PagoNxt Group	Situations where the personal or financial interests of an employee, or of their direct relatives or any person with whom the employee has a significant relationship, interferes in any way with their ability to serve the best interests of PagoNxt Group, its customers or its stakeholders.
	Gifts and hospitality	When employees abuse their position at PagoNxt Group by offering, delivering, promising, requesting or accepting any type of gift, benefit, consideration or hospitality in order to obtain personal benefit for themselves or a third party, thereby affecting their impartiality.
	Corruption and bribery	Acts of corruption may arise when individuals abuse their position of power or responsibility for personal gain. The offering of bribes relates to acts whereby a person receives a financial or other benefit to encourage them to perform their duties or activities improperly or a person receives a reward for having already done so. This would include an attempt to influence a decision-maker by granting some additional benefit to the decision-maker, beyond that which can be legitimately offered. Bribery involving a public official, both national and international.
	Anti-money laundering and terrorist financing, and sanctions	Money laundering is: (i) converting or transferring assets, knowing that such assets derive from a criminal activity, or from involvement in a criminal activity, with the aim of concealing or disguising the illegal origin of the assets or of helping the

		<p>people involved to avoid the legal consequences of their actions; (ii) concealing or disguising the nature, origin, location, availability, movement or actual ownership of assets or rights over assets, knowing that such assets derive from a criminal activity, or from involvement in a criminal activity; (iii) acquiring, owning or using assets, knowing that, when they were received, such assets derived from a criminal activity, or from involvement in a criminal activity; (iv) engaging in any of the activities mentioned above, forming associations to perform this type of activity, attempting to engage in them and helping, encouraging or advising a third party to engage in or facilitate this type of activity.</p>
	<p>Market abuse (insider trading)</p>	<p>Engaging in trading based on inside information.</p> <p>Recommending trades in the securities market based on inside information.</p> <p>Disclosing and using inside information illegally.</p> <p>Manipulating the market by trading or spreading fake news or rumors about people or companies in order to change or maintain the price of a security or financial instrument.</p>
	<p>Antitrust</p>	<p>Conduct that prevents, restricts or distorts free, effective competition to the detriment of the market, of the PagoNxt Group's customers and of anyone with whom a business or professional relationship is maintained. This conduct includes exchanging sensitive information with competitors, price fixing, fixing market share, and rigging bids and tenders.</p>
	<p>Privacy/information security/confidentiality of information</p>	<p>The privacy and protection of information involve refraining from disclosing information to third parties, e.g. personal data relating to customers or employees (salaries, leave, etc.), PagoNxt's strategic/security-related information, or</p>

		information relating to the entities with which PagoNxt has a business relationship. These obligations remain in place even after the employment relationship has terminated; the confidential information may not be used to obtain financial benefit.
	Insider fraud	Fraud either attempted or perpetrated by one or more internal parties against the organisation, i.e. one of the organisation's employees or subsidiaries, including cases where an employee acts in collusion without external parties.
	Cybersecurity	Cybersecurity risks are: (i) unauthorised access to or misuse of information or systems (e.g. theft of personal information, M&A plans or intellectual property); (ii) financial fraud and theft (e.g. payments redirection, withdrawal of funds from customer accounts, credit card fraud and identity theft); and (iii) disruption of business activity (e.g. sabotage, extortion and denial of service).
	Equal opportunities and non-discrimination	Conduct that is not aligned with PagoNxt's basic principles in relation to providing equal opportunities regarding access to employment and professional promotions, ensuring there is no discrimination at any time for reasons of gender or sexual orientation, race, religion, disability, origin, marital status, age or social condition.
	Sexual harassment	Disrespectful behaviour or undesired conduct of a sexual nature that is bothersome and generates an intimidatory, offensive or hostile working environment.
	Workplace harassment	Systematically hostile or offensive treatment in the working environment that provokes an intimidatory, offensive or hostile environment.
Fraud	External fraud	The type of fraud attempted or perpetrated by an external party (or parties) against the

		organisation of the customer under the bank's responsibility. There may be cases where an internal party is also involved in the fraud.
Accounting and auditing	Accounting and auditing	Alteration or falsification of financial information, inaccuracies in financial statements, intentionally false information, undue influence over auditors, questionable practices in accounting, auditing or internal financial controls.
Work issues and breach of corporate behaviours	Breach of corporate behaviours	Unprofessional conduct by work colleagues or management that is not aligned with the corporate behaviours of PagoNxt culture.
	Serious disrespect	Conduct that involves serious disrespect by co-workers or managers in the work environment.
	Breach of labour regulations	Any breach of the PagoNxt Group's internal (legal or conventional) regulations, policies or procedures that involves non-compliance with a labour obligation or any obligations categorised in the collective bargaining agreement currently in effect.
Other	Any breach of legal or internal regulations or the PagoNxt Group's policies or procedures in relation to functional or organisational aspects not mentioned in the categories above.	

APPENDIX II: EXTERNAL CHANNELS FOR REPORTING BREACHES COVERED BY THE MATERIAL SCOPE OF APPLICATION OF LAW 2/2023

- Channel established by the *Autoridad Independiente de Protección del Informante*
- Bank of Spain:
https://www.bde.es/bde/en/secciones/sobreelbanco/Transparencia/Informacion_inst/registro-de-acti/Canal_de_denuncias.html
- National Markets and Competition Commission (CNMC):
<https://sede.cnmc.gob.es/en/tramites/competencia/denuncia-de-conducta-prohibida>
- National Securities Market Commission (CNMV):
<https://www.cnmv.es/portal/whistleblowing/presentacion.aspx?lang=en>
- SEPBLAC: <https://www.sepblac.es/en/obliged-subjects/formalities/suspicious-transactions-reporting/>

APPENDIX III: Procedure for the use and operation of Canal Abierto

This procedure is only applicable to those PagoNxt Group entities which have adhered to Canal Abierto¹¹, in accordance with PagoNxt Code of Conduct and the Internal Regulation (Policy) on Canal Abierto. It is also expected to be used as a reference document with the standards to be implemented for the remaining PagoNxt Group entities.

The procedure is complemented by the Canal Abierto Management Guide and the Internal Investigation Guide.

1. Details of the process

1.1. Sending and receiving communications

Communication through Canal Abierto can be made by accessing to the EthicsPoint platform¹² (an external provider of PagoNxt Group) at the following URL:

<https://pagonxt.ethicspoint.com>

Another option is to send a letter to the Risk & Compliance function at the following postal address at PagoNxt (or the respective address of each PagoNxt Compliance functions):

Compliance PagoNxt, S.L.
Edificio Alhambra, Planta 2
Avenida de Cantabria, s/n
28660 Boadilla del Monte
Madrid, Spain

Likewise, a face-to-face meeting may be requested with the managers of the Canal Abierto, which will be attended by two people from that team and which will take place within a maximum period of seven days from the request made by the complainant.

In the event that the communication received is not anonymous, the identity of the reporting person shall in any case be reserved and the necessary measures shall be taken to guarantee the confidentiality of the information subject to the communication and the rights of the reporting person. When the communication is made verbally, the informants will be warned that it will be recorded or transcribed and will be informed of the processing of their data in accordance with the applicable regulations. Without prejudice to the rights that correspond to him/her in accordance with the data protection regulations, the informant will be offered the opportunity to review the transcript to check, rectify and accept the content by means of his/her signature.

In the event that a communication object of the Canal Abierto is received by a person other than those responsible for the management of the same, said person must keep absolute confidentiality of the information received and send the communication immediately to those responsible for the Canal Abierto (i.e. the Compliance function).

¹¹ Current list of PagoNxt entities adhered to Canal Abierto: PagoNxt S.L., Getnet Payments, S.L., Getnet Europe, Entidad de Pago S.L. Unipersonal, Getnet Uruguay, Phoenix, S.A. PagoNxt Payments Services, S.L. (covering also its branches in the UK, Germany, Portugal and Poland), PagoNxt Emoney EDE, S.L. PagoNxt Payments, S.L., PagoNxt Payments UK Limited, PagoNxt Payments Platform Mexico S.A., PagoNxt Payments Brasil Ltda, PagoNxt Payments Chile SPA, Getnet Argentina S.A.U., Mercadotecnia, Ideas y Tecnología, S.A. de C.V. and any other PagoNxt entity that can adhere to the Canal Abierto from time to time.

¹² The Ethicspoint platform, in addition to the URL/web page, will include the roll out during 2026 of a telephone line.

The communications made through this channel must collect the following information in order to facilitate the assignment for processing, investigation and management to the corresponding team:

- Identification of the complainant when choosing to make the communication confidentially and not anonymously. For this purpose, the name and surname and a email address must be indicated.
- Identification of the person to whom the facts reported refer to, if any.
- Basic description of the events reported, indicating (if possible) the dates on which they took place; and
- The grounds on which the suspicion of irregularities is based.

Once the communication is received, regardless of the means used (face-to-face meeting, platform, telephone), it will be registered on the Canal Abierto, an identification code will be assigned and it will be registered on the EthicsPoint platform in a secure manner and with restricted access to the persons authorized to do so.

1.2. Admission for processing

Each respective PagoNxt Compliance function will be the ones who receives the communications and performs a preliminary evaluation of them in order to verify that they are within the scope of application of the Canal Abierto, in accordance with section 1.2 of the Canal Abierto Policy and will send an acknowledgment of receipt to the claimant within a maximum period of 5 calendar days.

Once the preliminary analysis has been carried out, it will be decided by the person in charge of the investigation , within a period that may not exceed 5 business days from the date of entry into the Canal Abierto of the communication, whether it is admitted for processing or not, informing, where appropriate, the claimant in the following 3 working days to the date of decision, unless the communication is anonymous or the reporting person has waived the right to receive communications about the communication made.

Communications relating to:

- Events or circumstances that do not concern any of the matters expressed in section 1.2 of the Canal Abierto Policy or reports based solely on opinions or subjective assessments unrelated to the purpose of this channel.
- Communications describing events or circumstances that are clearly unfounded or not credible.
- Communications that fail to provide any new information regarding previous reports.
- Communications presenting reasonable suspicion that a criminal offence was committed in obtaining the relevant information. In this case, the report will be considered inadmissible and the matter will be referred to the Legal Department so that it may send the Public Prosecutor's Office a detailed account of the facts that are considered to constitute a crime, unless the analysis of the communication concludes that no such criminal conduct took place.

If this occurs, the case will be shelved and the reasons for the decision reached will be logged in Canal Abierto.

The decision to close the case will not preclude a subsequent investigation if further information is received in accordance with the provisions of the Canal Abierto Policy.

In cases where communications involving a complaint of a commercial nature are received from third parties, each respective PagoNxt Compliance function will duly inform the reporting person that this is not the appropriate channel, and that he/she may forward the communication to the competent function as appropriate (customer service, the relevant purchasing function or the shareholder and investor relations function). To this end, the contact persons in these units will be identified.

1.3. Managing communications

If the report is accepted for processing, each respective PagoNxt Compliance function shall refer the matter to the competent investigating functions, which will be the following:

- When the communication refers to breaches of legal obligations related to equal opportunities, respect for people, work-life balance, prevention of occupational risks or collective rights, or to conducts not aligned with PagoNxt Group's corporate behaviours, it will be sent to PagoNxt People&Culture¹³, which will be responsible for carrying out the investigation, management and proposing the resolution and measures it deems appropriate, in compliance with the provisions of the collective bargaining agreement or applicable laws and regulations.
- When the communications refer to money laundering and terrorist financing, sanctions or bribery and corruption will be sent to the respective PagoNxt Financial Crime Compliance team (2 line of defense) or the respective PagoNxt Compliance team, as the case may be, and for those communications related to specific regulation on securities market, it will be sent to the respective regulatory Compliance function, being those teams responsible, respectively, for processing and investigating, with the support of People & Culture in the case those communications involve employees.
- Communications regarding matters that are not contemplated in the previous points, will be managed by the Compliance function, with the support of PagoNxt People&Culture in case the matter concerns employees.

Depending on the circumstances, the functions of Legal, and Security and Intelligence, among others, may provide any support deemed necessary when investigating the incident. In particular, if the function of People&Culture, Compliance or Financial Crime Compliance were affected by the content of the communication, the investigation will be assigned to the Legal Department in the part that affects the conflict of interest.

Likewise, it is recommended that Internal Audit be involved when the aspects reported may have a relevant impact on the unit's governance, internal control and risk management systems, which should be considered by the person in charge of the investigation.

In view of the specificity of the case in question, the collaboration of Santander Group specialized functions or an external consultant may be requested.

In those cases in which, due to the complexity or seriousness of the facts reported or because they affect several of the matters listed above, an investigation team may be formed by members of all or some of the functions mentioned in the previous paragraphs, led by a coordinator of the Compliance function, who will be the person in charge of the investigation and directly responsible for the researchers, as well as for ensuring the correct management and implementation of all the actions that must be carried out within the framework of the investigation. The involvement of the Legal Department will be required whenever the

¹³ PagoNxt People&Culture will decide case by case whether to involve the Labour Relations function.

investigation affects a member of the Board of Directors of PagoNxt, S.L. or any of its subsidiaries.

1.4. Investigation

The investigation will include all action aimed at substantiating the circumstances of the report received and confirming whether they constitute any of the breaches provided for in section 1.2 of the Canal Abierto Policy.

a) Interview to the person under investigation

Whenever possible, an interview will be held with the persons under investigation, in which they will be informed on the facts reported and will be asked to give their version of the events and to provide any evidence that they consider appropriate. This interview will always be conducted by two people from the function in charge of the investigation, except in cases involving minor breaches of corporate behaviours.

In this interview, the person under investigation will be given a brief explanation of the report brought against them, although without ever revealing the identity of the reporter or allowing them to access the report submitted. They will be able to raise any arguments or claims they see fit to make, in accordance with the guarantees of section 1.7. of this Procedure.

The interview may be documented by recording it, for which the interviewer's permission will be required. If it is not recorded, a writing record will be made indicating those present, the matters addressed and the conclusions, which will be shared with the interviewee for his/her review and agreement, either at that moment or subsequently by email.

b) Access to electronic devices

If the need arises to gain access to employees' electronic devices, this will be carried out in accordance with the Internal Regulation on Cybersecurity standards for the protection of PagoNxt, as well as in the guide of digital rights in the workplace.

Access to the information contained in the electronic devices of the employees, owned by PagoNxt/Santander Group, will be made guaranteeing the right to privacy of the employee, respecting the legality, equality, proportionality and privacy of employees, collecting only that information that is strictly necessary and pertinent for the good end of the investigation.

1.5. Outcome of the investigation and measures taken

Internal investigations must be completed within 60 days, which may be extended only for justified cause in cases of particular complexity, another 30 additional days, informing the person responsible for the management of the Canal Abierto.

Once the investigation is concluded, the Compliance or the People&Culture function, as the case may be, will close the case by drawing up a report detailing the outcome and including the following minimum information:

1. A description of the facts reported in the communication received.
2. The actions taken in order to substantiate such facts.
3. The conclusions reached in the investigation.

In any case, the report will focus on the evidences collected during the investigation and should avoid any findings or conclusions based on personal opinions.

To guarantee the confidentiality of the investigation, the report will be shared on a strictly "need to know" basis to those persons genuinely entitled to hear about the facts investigated or who have a role in making decisions regarding the outcome of the investigation.

The report shall include, in line with section 2.2 of the Canal Abierto Policy (“Management criteria”):

- A proposal for a decision to close the report with no further action to be taken, due to a failure to prove that the person under investigation was responsible. This proposal will be notified to the reporter or, where appropriate, to the person concerned.

In this case, the reporter will be entitled to the protection provided for in the Canal Abierto Policy and in this Procedure.

- A proposal to assess the measures to be taken, if the report is considered founded, in accordance with the provisions of the Canal Abierto Policy.

It will be the function of People&Culture (or Labour Relations, as the case may be) who, in view of the file, shall decide, according to its disciplinary power, and in compliance with current labor regulations established in the collective bargaining agreement, the corresponding measure to be implemented or propose the adoption of the measures by any other body that may be competent for those cases of greater severity.

Additionally, another non-disciplinary measures can be adopted, such as coaching, training, awareness-raising or any other that is considered appropriate by People&Culture.

Exceptionally, when the seriousness of the matter so requires, the People&Culture function may apply the precautionary measure of suspension of the employment relationship, always respecting the deadlines provided for in the applicable labour regulations.

- The person responsible for the management of the Canal Abierto will send the file to the Legal Department when he/she considers that it could result in legal action, or be reported to the competent authority, entity or body for further handling, including the Public Prosecutor's Office, in particular, when the facts could be indicative of a crime or to the European Public Prosecutor's Office where the event could affect the financial interests of the European Union.

In any case, the Legal Department will immediately refer the case to the Public Prosecutor's Office, without it being necessary to complete the investigation, when the responsible of managing the Canal Abierto, (as defined in this Internal Regulation) at the proposal of the investigative team, sends the file because they consider that there is reasonable evidence that a crime has been committed, unless the analysis concludes that no such criminal conduct took place.

Once the investigation has been completed, and in view of the facts reported and the conclusions reached, the person in charge of the investigation reserves the right to modify the events classification (taxonomy) proposed by the reporter, so that it fits the definitions, in the event of any mistake made by the reporter in classifying the report.

1.6. Breaches to the Code of Conduct oversight

The purpose of this section is to set out a process that ensures appropriate oversight by the governing bodies of the implementation and application of the Code of Conduct at Pagonxt Group through the reporting of breaches of the Code and its implementing regulations to Pagonxt, S.L. board of directors and the remaining governance bodies across Pagonxt structure (mainly the Risk & Compliance Committees) as well as to escalate it to Banco Santander, S.A. Board Audit and Risk Committees, within the scope of their respective responsibilities.

In particular, this process addresses the following points:

- Means for identifying breaches of the Code of Conduct.
- Record of breaches of the Code of Conduct and system for classifying them.
- Stakeholders and their roles and responsibilities in the process.
- Interrelation with other internal processes of Santander/PagoNxt Group.

Means for identifying breaches of the Code of Conduct:

Breaches of the Code of Conduct and its implementing policies can be identified through the following means:

- Canal Abierto (PagoNxt Group's ethical channels).
- Reports by PagoNxt Group employees to their People & Culture managers.
- Breaches detected by control areas and reported to People & Culture/Labour Relations for the appropriate disciplinary action to be taken.
- Results of PagoNxt internal audits providing evidence of specific breaches of the Code of Conduct, reported and handled by People&Culture.
- Checks by the various areas of PagoNxt Group (Cybersecurity, Costs, etc.) in the course of their normal activity, in which incidents are escalated to People&Culture for handling and sanction, if appropriate, by a disciplinary procedure.
- Breaches detected by People&Culture/Labour Relations within the framework of their activities.

Record of breaches of the Code of Conduct and system for classifying them:

Following identification through the means outlined above, breaches of the Code of Conduct, both potential and actual, will be compiled in a single record which will be reported to the governing bodies of the PagoNxt verticals, as well as to the board of directors of PagoNxt S.L. on an aggregate basis, at least once a year for the purpose of overseeing adequate implementation of the Code of Conduct at local level, as part of their responsibilities.

This single record, containing the classification of the breaches of the Code of Conduct, will be drawn up by Compliance and People & Culture, taking account of the taxonomy set out in the Canal Abierto Internal Regulation.

In addition, the PagoNxt record will be consolidated at Santander Group corporate level so that, during the first half of the year, a global report can be presented to the Santander Group audit and board risk committees by the Corporate Compliance and Corporate Labour Relations departments, containing comprehensive, consistent and complete information on compliance with the Code of Conduct within Santander Group.

Stakeholders and their roles and responsibilities in the process:

Compliance and People & Culture at PagoNxt Group will collect the information in the following way:

- Each local Compliance function will identify as potential and real breaches of the Code of Conduct, the cases accepted for processing and being managed by its particular Canal Abierto, for the purpose of determining the number of reports received through local channels, the classification of these cases and the number of cases substantiated and subject to disciplinary measures.

- The People & Culture teams will identify breaches of the Code of Conduct other than those received through Canal Abierto by the means outlined above.

For these purposes, the People & Culture teams will identify the incidents determined to constitute real or potential breaches of the Code of Conduct that they have dealt with and if appropriately, subjected to disciplinary action.

Consolidation of the information:

- The PagoNxt working group:

To ensure that the information collected for reporting to local governing bodies is consistent, the local People & Culture teams will send the local Compliance teams information about the Code of Conduct breaches that they have handled and Compliance will ensure that the classification criteria are uniform and consistent with the Canal Abierto Policy, and that there is no double counting with respect to the information collected by the local ethical channel.

- Santander Global:

The local Compliance departments will provide Corporate Compliance function and Corporate Labour Relations function with the local records that they have submitted to the unit's governing body, for consolidating and reporting at the global level.

Notwithstanding the above, the local Compliance and People&Culture/Labour Relations teams may share with their corporate counterparts the Code of Conduct breaches that they have identified, so that the corporate teams can review and analyse the information and challenge anything about which they have doubts.

Interrelation with other internal procedures of Santander/PagoNxt Group:

The information obtained by identifying Code of Conduct breaches serves to establish synergies that reinforce other Group processes by bringing transparency and completeness to the implementation of the Code of Conduct, its implementing policies and compliance with the corporate behaviours.

The process for identifying Code of Conduct breaches interrelates with the following procedures:

- Prior:
 - Procedure for analysing the application of malus and clawback clauses to members of the identified staff who may be disciplined for breaches of the Code of Conduct.
 - Identification by the local governing body of trends, concentrations and action plans to mitigate possible risks that have been identified and that could affect the local unit due to their severity or recurrence.
- Subsequent:
 - Disciplinary procedures that enable the audit and board risk committees, or the relevant governance bodies, to be informed about the main breaches, trends and possible risks arising in relation to the Code of Conduct.

1.7. Reporting and escalation

On an annual basis, the Compliance function will inform each respective governance bodies (e.g. Board of Directors, Risk & Compliance Committees, Audit Committees) of the assessment of the Canal Abierto metrics. Cases that are considered to pose a relevant risk to PagoNxt will be reported as well to the relevant governance bodies. Cases related to money laundering and terrorist financing and/or sanctions are excluded and will be governed instead by prevailing

legislation and external regulations on this matter, although statistical data on this type of communication may still be collected.

Finally, the reporter and the person under investigation will be informed of the outcome, provided that such communication does not compromise the confidentiality of the reporter, the result of the investigation, and, whether measures have been taken, Considering also the right to privacy of the parties involved.

If sending the information or communication to the person under investigation could reveal the identity of the reporter, all necessary measures must be taken to protect their anonymity. Should this prove impossible, the right to confidentiality of the reporter when reporting in good faith shall prevail over the right of the person under investigation to receive information on the case.

In cases where the incident refers to accounting or auditing issues, in accordance with SOX regulations, and where the investigation concludes with a finding that a breach did take place, Compliance will submit the finding to the Audit Committee, or to the respective board of directors, which will decide on the actions to be taken.. This will be reported also to Corporate Compliance at Santander Group level, for submission to the audit committee of Banco Santander, S.A.

Each respective Compliance function at PagoNxt will periodically report to the governance forum (e.g. board of directors, Risk & Compliance committees, Audit Committees) on the management of Canal Abierto and on any notable changes or developments.

For the purposes of the PagoNxt Internal Regulation on Malus and Clawback clauses as well as on Remunerations, the People&Culture will be informed of any reports concerning members of the identified staff, once the investigation has been concluded and the responsibility of the member has been verified.

1.8. Safeguards and rights of both the reporter and the person under investigation when handling the case

The safeguards and rights of the persons involved in a communication will be the ones described under section 2.2 and 2.3. of the Canal Abierto Policy.

1.9. Mechanisms to prevent conflicts of interest

In addition, the following mechanisms have been articulated to prevent possible conflicts of interest:

- Reports are received through an external online and telephone platform that guarantees the integrity of the information received and keeps a record of all access to such information by the team in charge of the investigation.
- Reports are received by a control function. Each respective PagoNxt Compliance function receives the communications through the Canal Abierto and will refer them to the relevant function, as described under section 1.3. above.
- Identification and profiling of those persons at the PagoNxt Compliance and People&Culture functions who have access to the communications management platform.
- Existence of a mechanism by which the tool identifies communications involving a person from the Compliance function who has authority to handle and investigate communications received through the Canal Abierto. Such communications are automatically forwarded to another person for investigation and management.

- Assignment to the investigation to functions not affected by a conflict of interest derived from the content of the communication, when, in the opinion of any of the functions involved in it, another is affected by that conflict. In case of discrepancy between them, and in case it is not resolved by agreement of those responsible for each of them, the matter will be settled by a third function.

2. **Processing of reports from the data protection point of view**

Only the following types of data can be collected when a report is received:

- First name (s) and surname (s) of the persons involved in the communication and their job.
- Information about the reporter (name and surname, job title, telephone number and email address), in case the reporter wishes to identify him/herself.
- Details of the allegedly criminal or irregular conduct being reported.
- Such supporting documents as may be needed in order to investigate the reported conduct.

All personal data provided when submitting the report will be processed in accordance with applicable data protection regulations, for legitimate and specific purposes in relation to the investigation that may ultimately take place as a result of the report submitted. Such personal data may not be used for incompatible purposes and must be adequate, relevant and limited in relation to the permitted purposes.

Once the incident has been substantiated, the absence of bad faith in reporting the incident confirmed, and measures put in place to ensure that the identity of the reporter is not revealed, the person under investigation shall be informed of the accusations brought against them, in compliance with the provisions of the applicable data protection regulations¹⁴. They also will be informed of their rights in accordance to data protection regulations. This will not apply where the communication is related with the prevention of money laundering and terrorist financing and / or sanctions, in which case the specific regulations on those matters will apply¹⁵. The person under investigation will be given an estimation of how long it will take to process their case. In any case, Pagonxt Group, to ensure of the confidentiality of the information received, ensures the reporter that in general the persons under investigation may exercise their rights only to the extent permitted in view of the circumstances and may only do so in respect of their own personal data subject to processing. Under no circumstances may the personal data of the reporter be disclosed when the person under investigation exercises such rights.

If it is not possible to adopt measures to ensure the confidentiality of the reporter's personal data when informing the person under investigation, the rights of the reporter will prevail¹⁶.

If there is a risk that such notification may jeopardise the investigation, the communication may be postponed until the risk ceases. In any event, the period for informing the person under investigation shall not exceed one (1) month from the date the report was registered in the system, unless the person under investigation has not been duly and/or sufficiently identified

¹⁴ Regarding Spanish entities the applicable regulation will be Spanish Law 3/2018, of December 5, Protection of Personal Data and Guarantee of Digital Rights, specifically its article 11.

¹⁵ Regarding Spanish entities the applicable regulation will be the Spanish Law 10/2010, of April 28 and implementing regulations, on the prevention of money laundering and financing of terrorism and specific regulations on sanctions.

¹⁶ Regarding Spanish entities this derives of the provisions of article 31.2 of Law 2/2023, regulating the protection of persons reporting regulatory breaches and efforts to combat corruption.

or when the initial communication to the person under investigation could compromise the outcome of any resulting investigation, in which case the communication may be postponed until the risk no longer exists. Any such postponement may not exceed the term of sixty (60) calendar days from submission.

The foregoing shall not apply to those reports that fall outside the scope of Canal Abierto, or that are not substantiated or refer to money laundering and terrorist financing and / or sanctions cases, which will be governed instead by the current legislation and internal rules and regulations.

The personal data included in the report may be disclosed not only to the company or companies to which the person under investigation and/or reporter belong, but also to supervisory bodies, courts and other authorities as a result of any investigation that may be carried out. Therefore, it is possible that the reporter may be summoned to appear in court.

In cases where there is a conflict of interest the personal data included in the report may be processed by a different company to where the person under investigation and/or reporter belongs according to the applicable dispatch rules.

PagoNxt Group will ensure that all necessary technical and organizational steps are taken to ensure the security of the data collected and protect them from any unauthorized disclosure or access. Specifically, PagoNxt has taken steps to ensure the confidentiality of all data and will ensure that the data will not be disclosed to the person under investigation during the investigation. The fundamental rights of the person will be respected in all cases, without prejudice to any action that the competent judicial authorities may see fit to take.

Personal data relating to reports received and internal investigations will be retained only for as long as it is necessary and in order to comply with applicable legislation. In no event may the data be retained for a period exceeding ten (10) years.

Each respective PagoNxt's Compliance function will carry out an anonymization of communications received through the Canal Abierto, retaining personal data for three months from the closure of the communication on the EthicsPoint platform.

The data subject may at any time exercise their rights of access, rectification, deletion, limitation of processing and opposition, as well as any other rights recognized by the applicable data protection regulations. To do so or to consult any question regarding the processing of their personal data, they can contact their respective Data Protection Officer by sending an email to the email addresses included of the respective DPO as explained in the Privacy notice or to **privacy@pagonxt.com** or by post to Av. Cantabria 3, Edificio Alhambra 28660, Boadilla del Monte, Madrid (A/A. Data Protection Officer of the PagoNxt entity where the reported facts took place).

3. Questions and training on the use of the Canal Abierto

Each respective PagoNxt Compliance function will be responsible for resolving queries received from employees regarding the use and operation of the Canal Abierto and, where appropriate, for developing and supervising, in coordination with the People & Culture function, training and awareness plans related to the use and operation of the Canal Abierto by employees.