



PROCUREMENT POLICY

DOC. CODE: GGR-PU-POL-0001

VERSION: A8

DATE: 27/05/2026

SUMMARY:

TITLE	Procurement Policy
SCOPE OF APPLICATION	Gransolar Group (as defined below)
DISCIPLINE	Supply Chain
CATEGORY	Policy
PREPARED BY	Governance Department (as defined below)
RESPONSIBLE DEPARTMENT	Procurement Department of the Product Area of Gransolar Group Procurement Department of the Services and Solutions Area of Gransolar Group
DATE OF APPROVAL	25/03/2026
ÓRGANO DE APROBACIÓN	Board of Directors (as defined below)
DOCUMENT / VERSION REPLACED	A7
CURRENT VERSION	A8
USE	Public

REVISION HISTORY:

VERSION	DATE	PREPARED BY	CHANGES MADE	REVIEWED BY
A5	24/07/2024	Procurement Department	Issued for information	Board of Directors
A6	17/12/2024	Procurement Department	Policy Consolidation	Governance Department
A7	25/03/2026	Governance Department	Update and reinforcement (exception to the request of 3 offers approved by the CEO and for a max. period of 1 year; segregation of functions)	Procurement Department of the Product Area of Gransolar Group Procurement Department of the Services and Solutions Area of Gransolar Group
A8	27/05/2026	Governance Department	Inaccuracy Correction	Procurement Department of the Product Area of Gransolar Group Procurement Department of the Services and Solutions Area of Gransolar Group

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1. GLOSSARY

For the purposes of this document:

- (i) **“Board of Directors”** shall mean the Board of Directors of Grupo Gransolar, S.L.;
- (ii) **“Commercial Code”** shall mean the Spanish Commercial Code;
- (iii) **“Critical Purchases”** shall mean those purchases whose improper execution may generate a significant economic impact on the services provided or on the products manufactured by Gransolar Group, or entail safety, reputational or regulatory risks for Gransolar Group. They meet the following requirements:
 - High impact: They have a significant influence on the services provided or on the products manufactured.
 - Supply risk: They are difficult to obtain or are supplied by a limited number of Suppliers.
 - High value: They usually represent a significant cost.
- (iv) **“ESG Committee”** shall mean the advisory body of the Board of Directors responsible for managing and overseeing the ESG (environmental, social and corporate governance) matters of Gransolar Group, prior to their final approval by or submission to the Board of Directors
- (v) **“Governance Department”** shall mean the governance department of Gransolar Group;
- (vi) **“Group”** shall mean a group of companies within the meaning set forth in Article 42 of the Commercial Code, that is, a group of companies which, pursuant to the provisions of said article, is under the direct or indirect control of a parent company;
- (vii) **“Gransolar Group”** shall mean the Group whose parent company is Grupo Gransolar, S.L.;
- (viii) **“Modern Slavery”** shall mean the set of practices and situations defined by the International Labour Organization as modern slavery, including, among others, forced labor, human trafficking, and labor exploitation, and refers to situations of exploitation which a person cannot refuse to participate in or escape from due to threats, violence, coercion, deception, or abuse of power.
- (ix) **“Policy”** shall mean this corporate policy which establishes the principles, criteria and guidelines governing the actions of Gransolar Group in its Supplier qualification and engagement process;
- (x) **“Qualification”** shall mean the internal process through which Gransolar Group analyses, verifies and registers a Supplier in its systems prior to its engagement, in order to confirm that it meets the technical, economic, legal, regulatory compliance and, where applicable, ESG requirements established in applicable legislation and in the Internal Regulatory System of Gransolar Group;

- (xi) **“Qualified Supplier”** shall mean any Supplier that has successfully completed the Qualification process and whose Qualification remains valid at any given time, without its validity period having expired or having been revoked;
- (xii) **“SDGs”** shall mean the Sustainable Development Goals established in the 2030 Agenda for Sustainable Development;
- (xiii) **“Supplier”** or **“Suppliers”** shall mean any natural or legal person who supplies products and/or provides services to any of the companies forming part of Gransolar Group, including (a) its employees (understood as any persons linked to the Supplier through an employment, commercial, training or any other analogous legal relationship), (b) its executives, (c) its representatives, (d) its subcontractors and (e) any other person acting in its name or on its behalf.

2. INTRODUCTION

Gransolar Group bases its management model on operational excellence, responding to the needs and expectations of its stakeholders, contributing value to society and promoting sustainable development in its social, economic and environmental dimensions.

In this context, the corporate governance system of Gransolar Group is articulated through a set of internal rules (the **“Internal Regulatory System”**), including corporate policies, which constitute an essential element to (i) ensure compliance with applicable regulations, (ii) establish clear guidelines for the development of activities and (iii) promote the harmonization and efficiency of internal processes.

The Internal Regulatory System is inspired by the highest international standards in sustainability, business ethics and good governance. In particular (and by way of example only), as a participating member of the United Nations Global Compact, Gransolar Group promotes the SDGs and actively assumes its responsibility as an agent of change in matters of sustainability.

Likewise, Gransolar Group maintains a firm commitment to:

- (i) respecting and protecting Human Rights, adopting a preventive and due diligence approach in relation to potential violations in the territories in which it operates (this commitment extends to all stakeholders of Gransolar Group, who are provided with access to a whistleblowing channel); and
- (ii) promoting the highest standards of transparency, business ethics and accountability, applying a zero-tolerance policy towards any conduct contrary to the provisions of the Internal Regulatory System and extending these principles throughout its value chain.

In line with the foregoing, Gransolar Group promotes an organizational culture based on regulatory anticipation, encouraging the early adoption of new regulations, as well as the incorporation of guidelines, standards and recommendations issued by leading international organizations.

3. PURPOSE AND OBJECTIVE

The purpose of this Policy is to establish the principles, criteria and guidelines governing the actions of Gransolar Group in its process of purchasing and in its process of forced labor, human trafficking or labor exploitation, engagement and evaluation of Suppliers (the “**Procurement Process**”) for any of the companies forming part of Gransolar Group, in order to ensure that the engagement of third parties is carried out in accordance with criteria of quality, efficiency, integrity, sustainability, regulatory compliance and appropriate risk management.

4. SCOPE OF APPLICATION

This Policy shall apply to (and, therefore, shall be binding upon):

- (i) all companies forming part of Gransolar Group, irrespective of the jurisdiction in which they are incorporated;
- (ii) all areas and business lines of Gransolar Group (including, among others, the Corporate area and the business lines of Product as well as of Services and Solutions);
- (iii) the governing bodies of the companies forming part of Gransolar Group;
- (iv) the executives of the companies forming part of Gransolar Group;
- (v) the employees of the companies forming part of Gransolar Group, understood as any persons linked to such companies through an employment, commercial, training or any other analogous legal relationship; and
- (vi) in general, any person acting in the name or on behalf of any of the companies forming part of Gransolar Group.

5. ETHICAL AND COMPLIANCE PRINCIPLES

In the conduct of its activities, Gransolar Group shall act in accordance with the following principles:

- (i) Regulatory compliance:

Gransolar Group shall conduct its activities in accordance with:

- (a) the regulations applicable in each jurisdiction in which it operates; and
- (b) the provisions of the Internal Regulatory System, including this Policy;

promoting a culture of compliance and zero tolerance for conduct contrary to the law or to its internal rules.

Likewise, every Supplier must comply with applicable regulations in matters of labor, tax, environmental protection, health and safety, data protection, competition, anti-corruption and anti-money laundering, among others.

(ii) Responsibility and accountability:

Gransolar Group shall promote responsible, transparent and traceable conduct, establishing appropriate supervision, control and monitoring mechanisms to ensure that procurement decisions are based on objective criteria established within competitive quotation processes in terms of quality, price and service.

(iii) Continuous improvement:

Gransolar Group shall promote the review and continuous improvement of its processes, tools and management systems related to the scope of this Policy, adapting them to regulatory, technological and business environment developments.

(iv) Training and awareness:

Gransolar Group shall promote the training, communication and awareness of the persons included within the scope of application of this Policy in order to ensure its proper understanding and compliance.

(v) Extension to the value chain:

Gransolar Group shall promote the application of the principles set forth in this Policy in its relationships with business partners, Suppliers, contractors and other third parties, where appropriate depending on the nature of the relationship.

(vi) Necessity and Proportionality:

Any Procurement Process must respond to a real, justified and previously identified need of Gransolar Group.

The engagement of any Supplier must be proportionate in scope, duration and cost to the need it seeks to address, avoiding unnecessary, duplicated or oversized engagements.

(vii) Competition and comparison of offers:

As a general rule, every Procurement Process shall promote competition, requesting quotations from at least three qualified Suppliers in order to ensure an adequate comparison in terms of quality, price, technical conditions, timeframe and level of service.

Notwithstanding the above, the requirement for a minimum of three bids may be waived, provided there is proper justification, in cases where circumstances prevent or discourage effective competition. By way of example, but not limited to, such exceptions may arise from: contractual requirements imposed by the client, specific market conditions, technical limitations, or any other duly substantiated objective circumstance.

Any exception to the general rule of concurrence must be duly justified, documented (to ensure the traceability of the process), and approved by the Chief Executive Officer. Such approval shall remain valid for a maximum period of one (1) year from its issuance, after

which no further purchases may be made from the affected Supplier without having previously requested quotations from at least two other Suppliers or, where applicable, without having obtained a new approval from the Chief Executive Officer authorizing the application of such exception again. Likewise, the Chief Executive Officer shall inform the Board of Directors of any exception approved pursuant to the provisions of this section.

The purchasing department of Gransolar Group's product division and the purchasing department of Gransolar Group's services and solutions division will, to the extent possible, ensure that they negotiate the most favorable contract terms for Gransolar Group.

The selection of the Supplier must be based on objective, reasonable criteria aligned with the interests of Gransolar Group, and the reasons justifying the decision adopted must be duly documented.

Contracting of Critical Purchases shall be limited exclusively to Qualified Suppliers.

(viii) Transparency, objectivity and traceability:

The Procurement Process must be based on objective criteria, defined in advance where appropriate, and sufficiently documented to allow subsequent verification.

(ix) Integrity, ethics and prevention of conflicts of interest:

Relationships with Suppliers shall be governed by the principles of integrity, good faith and zero tolerance for any form of corruption or irregular practice.

Every Supplier must adhere to and act in accordance with the Group's Supplier Code of Conduct (or, where applicable, the specific Supplier Code of Conduct of the Group company engaging the Supplier, if any).

Persons involved in the Procurement Process must act independently and objectively, abstaining in the event of a real, potential or apparent conflict of interest.

(x) Sustainability and social responsibility:

Gransolar Group shall promote a responsible and sustainable management of its supply chain, aligned with international standards and best practices in matters of sustainable procurement, including the principles set forth in the ISO 20400 standard.

Taking into account the foregoing, Gransolar Group shall promote the engagement of Suppliers that (i) conduct their activities in accordance with principles of sustainability, respect for human rights, equality, diversity and environmental protection and (ii) integrate responsible practices into their business model.

(xi) Segregation of duties and internal control:

Procurement Processes must be structured in such a way that there is an appropriate segregation of duties between:

- The person requesting the engagement of the Supplier.
- The person evaluating the quotations received.
- The person approving the engagement of the Supplier.
- The person validating the receipt of the service or supply.

All of the above with the aim of strengthening internal control and preventing irregularities.

(xii) Due diligence and risk-based assessment:

Gransolar Group shall promote the application of due diligence and risk-based assessment mechanisms in its processes for the qualification, contracting, and evaluation of Suppliers, especially in relation to ESG, Human Rights, Modern Slavery, and sustainability risks in the supply chain. Qualification shall be a prior and indispensable requirement for making any Critical Purchase.

(xiii) Rejection of Modern Slavery:

Gransolar Group rejects any form of Modern Slavery, and shall promote the adoption of reasonable measures aimed at preventing and mitigating such risks in its supply chain.

6. RELATED INTERNAL REGULATIONS

This Policy may be further developed through procedures, protocols or other internal rules specifying its practical application.

In the event of any contradiction between this Policy and lower-ranking internal rules, the provisions of this Policy shall prevail, without prejudice to the provisions of applicable law or higher-ranking internal rules.

7. RESPONSIBLE DEPARTMENT

The departments responsible for this Policy shall be (i) the procurement department of the Product area of Gransolar Group and (ii) the procurement department of the Services and Solutions area of Gransolar Group (the “**Responsible Department**”).

8. COMMUNICATION AND AWARENESS

8.1. INTERNAL COMMUNICATION

This Policy shall be published on the corporate Intranet of Gransolar Group so that it is (i) disseminated among, and (ii) accessible to, all its employees.

8.2. EXTERNAL COMMUNICATION

This Policy shall be published on the websites of Gransolar Group so that its stakeholders may access it.

9. REVIEW AND UPDATE

This Policy shall be reviewed and — where appropriate — updated every three (3) years by the Responsible Department, in coordination with the Governance Department.

Notwithstanding the foregoing, this Policy may be reviewed and, where appropriate, updated earlier when (i) regulatory or organizational changes occur or changes arise in the risk profile associated with its scope of application, or (ii) the Responsible Department and/or the Governance Department deem it appropriate for any other reason.

In any case, any proposal for amendment must be reported to the ESG Committee, which shall be responsible for submitting such proposal to the Board of Directors of Grupo Gransolar, S.L. for approval.

10. APPROVAL

This Policy has been approved by the Board of Directors of Grupo Gransolar, S.L., as part of its general and non-delegable authority to approve the general policies and strategies of Gransolar Group.

11. ADDITIONAL PROVISIONS

This Policy shall be interpreted in accordance with applicable regulations and the Internal Regulatory System.



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