

Code of Ethics and Integrity



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Letter from the President

At the Codere Group we know that, in order to fulfil our mission by providing an excellent service and in accordance with the principles of good governance and corporate social responsibility, we must put into practice, in each of the situations we face, the values and principles of our company, reinforcing business ethics and transparency in all areas of action.

Codere reaffirms its commitment to carrying out its business in accordance with the legislation in force and with the ethical standards and values on which our company's business is based, in each of the countries in which it operates.

The **Code of Ethics and Integrity** is the basis of action for our daily business, as well as for our policies and procedures. It has the approval of the Board of Directors of Codere S.A. and must be accepted and respected by all the professionals of the Group, as well as third parties who wish to do business with us.

The principles and provisions contained in this Code should not be taken as an exhaustive list of expected behavioural patterns, but should be understood as general guidance on ethics and compliance. Therefore, I encourage you to use the channels of consultation provided in this document for any questions or concerns you may have.



Who is this Code for?

Our **Code of Ethics and Integrity** (CEI) is applicable and mandatory for all professionals of the Codere Group (directors, managers and collaborators in general), regardless of their hierarchical level and their geographical or functional location, as well as for all those who wish to start a working or business relationship with the company.

Professionals who join or become part of the Codere Group in the future will accept the full content of the CEI and the associated policies and procedures, which will be attached to the employment contracts and published on the company's intranet and website (www.grupocodere.com) for consultation.

The Codere Group comprises Codere S.A., as the parent company, and all subsidiaries over which it has or may have direct or indirect control.

The CEI -and its possible amendments- will be communicated and disseminated among the professionals of the Codere Group and will be disclosed externally to business partners, suppliers and other third parties related to the group, as determined.



How to use this Code

This CEI aims i) to define the responsibilities in the performance of our roles, as well as the ethical guidelines in our relations with third parties; ii) to establish rules that constitute ethical guidelines for our actions, and (iii) to provide the mechanisms for notifying any non-compliance or practice that does not comply with the provisions.



In certain cases, there may be varied and unknown circumstances, where we are not clear about the conduct or behaviour expected by the company. In those cases, our Code of Ethics and Integrity is the main reference for the applicable values, ethical and compliance standards when we act on behalf of the Codere Group.

Even though it is very difficult to anticipate all the situations we may face in the performance of our duties, in such cases and to facilitate decision-making, you can ask yourself the following questions:

 Making the right decision	
Is it in line with the principles and standards set out in our Code of Ethics and Integrity ?	Is this behaviour/situation justified?
Is this conduct/situation legal?	Will I feel comfortable if this conduct/situation becomes public?
How can this conduct/situation affect the company?	How would this conduct/situation be perceived by my colleagues and/or family?

If the answer to any of these **questions is no, or you are still in doubt, please contact** your line manager or use the ethics and compliance communication channels set out in the Code.

If you have any questions or concerns about the scope of this Code, please contact:		
Your line manager	Your local Compliance Department	The Corporate Compliance Department

Compliance with the Code

Compliance with the Code of Ethics and Integrity does not preclude strict compliance with the corresponding internal rules and regulations of the various entities that make up the Codere Group, as well as any regulations that may be applicable in accordance with the corresponding local legislation and regulations.

• **Anyone working on behalf of the Codere Group must:**



Do the right thing

Always act appropriately to achieve the company's business and profit targets, taking into consideration the consequences of your actions as an employee and/or director of the company.



Comply with the law

We understand that the legislation in the countries where the company operates may vary, but it must always be complied with.

Ensure that you understand and apply the Code of Ethics and Integrity, its related policies and procedures



Report

If you suspect any non-compliance with the Code of Ethics and Integrity Act and its related policies and procedures.



Non-retaliation principle



The Codere Group promotes a work environment where all its members feel protected and free to report any suspicions and/or certainties of breaches of laws, regulations, the **Code of Ethics and Integrity** and/or its applicable policies or procedures.

The company has implemented internal procedures to facilitate and guarantee the protection of whistleblowing in good faith by the professionals and executives of Codere Group.

What is meant by retaliation?

Retaliation refers to any act or conduct that may have a negative impact on an employee, in response to good-faith whistleblowing regarding the violation of applicable law and regulations, the Code of Ethics and Integrity, and related policies and procedures.

Some examples, which are not exclusive, may be given:

- WorkplaceHarassment
- Dismissal
- Salaryreduction
- Deteriorationofworkingconditions

Any professional who retaliates against another member of our organisation in violation of this code will be subject to disciplinary action.

I. OUR INTEGRITY

1.1. Our vision

The Codere Group's vision refers to the pillars of being:

Leading the industry

Being a reference and creating a trend

Throwing light on our sector, dignifying it

Generating growth opportunities

Exceeding the expectations of our shareholders and investors

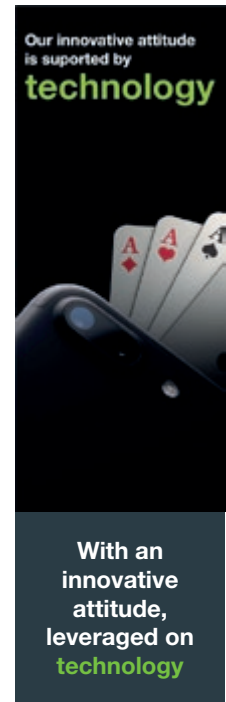
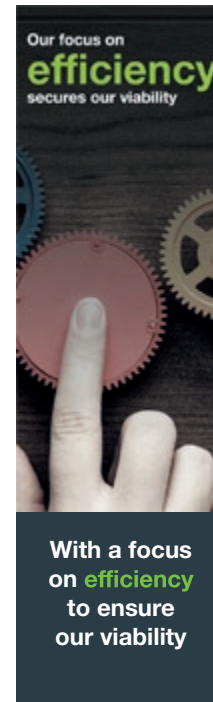
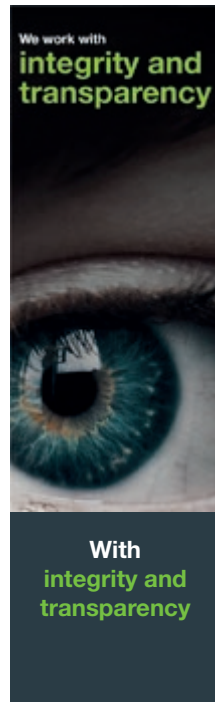
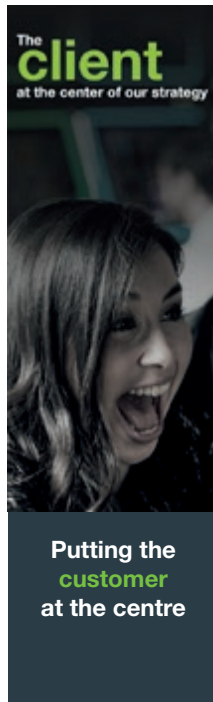
Developing our people and local communities where the group operates

Maintaining appropriate and transparent relations with public authorities

Promoting sustainability

1.2. Our values

The Codere Group is grounded on the following values, which represent firm commitments of the company:



1.3. Our principles

Members of our organisation must apply the following principles to their professional conduct when acting on behalf of the company:



Compliance with the law



Commitment to human and labour rights



Demonstrating professional conduct with integrity

Safe and responsible gambling

The Codere Group is committed to providing a fair and safe gaming experience, which protects players against the possible adverse effects of the activity, acting from prevention, awareness, detection and management of risk behaviour, in a coordinated action with organisations and governments to promote legislation that ensures the greatest guarantees for the user.

Our company is committed to strict compliance with the applicable laws and regulations in the countries where we operate, not only in terms of responsible gambling, but also in the fight against potential fraud, thus guaranteeing safe gambling and promoting at all times the transparency, objectivity and integrity of our activities.

Additionally, as a fundamental aspect of safe and responsible gaming, and in compliance with current legislation, the Codere Group expresses its constant commitment to applying those controls that prevent access to gaming by vulnerable groups, especially minors, whether in our face-to-face and/or virtual gaming facilities.

Human rights



The Codere Group expresses its commitment and involvement with the human and labour rights recognised in:

- National and international legislation
- The principles on which the United Nations Global Compact is based;
- The United Nations Norms on the Responsibilities of Transnational Corporations and Other Business Enterprises with regard to Human Rights;
- The OECD Guidelines for Multinational Enterprises;
- The Tripartite Declaration of Principles concerning Multinational Enterprises;
- The Social Policy of the International Labour Organisation, as well as documents or texts that may replace or complement the above.

Our company is highly committed to the prohibition of child labour and modern slavery in any of its forms, as well as to strict compliance with Conventions issued by the International Labour Organization (ILO), and local labour laws and regulations.

In accordance with the previous paragraph, the Codere Group expresses its total rejection of child labour and modern slavery in its supply chain and in all the countries where the company operates.

II. OUR PEOPLE



2.1. The most important value of our company

Grupo Codere recognizes its professionals as the company's most valuable asset.

Therefore, we are focused on promoting and guaranteeing the following principles, related to a positive and respectful work environment for all members of our organization:

2.1.1 Principle of non-discrimination and equal opportunities

The Codere Group promotes non-discrimination among its professionals, as well as equal opportunities among them.

In particular, the Codere Group will promote equal treatment of men and women as regards:

Access to
employment

to training

to the promotion
of professionals

to working
conditions

access to and supply of goods and
services

No debemos discriminar, acosar o intimidar a los miembros de nuestra organización por:

• Sex
• Marital status

• Family situation
• Sexual orientation

• Age
• Political opinions

• Religious beliefs
• Ethnic, social
or cultural origin

The Codere Group rejects any manifestation of violence, harassment, abuse of authority in the workplace and any other conduct that creates an intimidating or offensive environment for the personal rights of its professionals.

In this regard, the Codere Group will promote specific measures to prevent sexual harassment and harassment on the basis of sex.



2.1.2. Work-life balance

The Codere Group respects the personal and family life of its professionals and will promote work-life balance policies that facilitate the best balance between these and their work responsibilities.

2.1.3. Personal data and the right to privacy

The Codere Group respects the right to privacy of its professionals, in all its manifestations, especially with regard to personal, medical and economic data.



Likewise, the company respects the personal communications of its professionals through technological tools and other means of communication. Therefore, Grupo Codere will establish the appropriate internal controls to guarantee that no illicit activities are carried out or that could put the company's security at risk, through the electronic means with which it provides its professionals for the exclusive development of their professional functions, in accordance with the framework in force set out by the data protection regulations and in accordance with the policies on the use of tools and/or any other that may be in force for this purpose.

The Codere Group undertakes not to disseminate personal data of its professionals except with the consent of the interested parties and except in cases of legal obligation or compliance with judicial or administrative decisions. Under no circumstances may the personal data of the professionals be processed for purposes other than those legally or contractually envisaged.

The professionals of the Codere Group who, due to their activity, have access to the personal data of other professionals of the Group, suppliers or clients, must comply with the same obligations of confidentiality, in relation to the referred data, and this obligation is applicable with the reception and acceptance of the present Code.



2.1.4. Occupational safety and health

The Codere Group will promote a policy of safety and health at work and will take the corresponding preventive measures.

The company's professionals will observe with special attention the rules related to health and safety in the workplace, with the aim of preventing and minimising occupational risks.

The Codere Group will promote the application, by contractors and third parties with whom it operates, of its rules and policies on health and safety in the workplace.



2.1.5. Selection and evaluation

The Codere Group will maintain the most rigorous and objective selection policy, paying exclusive attention to the academic, personal and professional merits of the candidates and to the needs of the Group. The company will evaluate its professionals rigorously and objectively, taking into account their professional performance.

The professionals of the Codere Group will participate in the definition of its objectives and will be informed of the evaluations that may take place.

If you have suspicion or knowledge of a breach of any of the principles described above, you can report it using the following options:

• Contact your line manager

• Consult your local Personnel Department

• Report it using the company's whistleblowing platform

• Contact your local Compliance Department



2.1.6. Training policies

The Codere Group will promote the training of its employees. Training programmes will foster equal opportunities and career development and will contribute to the achievement of the Group's objectives.

The professionals of the Codere Group undertake to constantly update their technical and managerial knowledge, and to taking advantage of the Group's training programmes.



2.1.7. Gifts and presents

The professionals of the Codere Group may not give or accept gifts or presents in the course of their professional activity. Exceptionally, the delivery and acceptance of gifts and presents will be permitted if the following three requirements are met, without prejudice to any specifications that may be included in the corresponding policies:

(a) are of negligible economic value

(b) respond to usual commercial considerations

(c) are not prohibited by law or generally accepted commercial practices

Gifts and presents (Offer/Receive)
Not allowed
The above limitations apply to hospitality:
• Civil servants
• Staff from other companies
• Political parties
• Clients
• Suppliers
• Providers
• Shareholders

Hospitality (Offer/Receive)
Not allowed
Hospitality may not be offered or accepted, if it can be construed that it influences decision-making.

Acts of bribery are expressly prohibited, and for the corresponding purposes are included under this concept, in addition to the points indicated above:

• The offer or promise, directly or indirectly, of any kind of improper advantage



• Any instrument for its concealment
• As well as influence peddling

Nor may money be received in a personal capacity from customers or suppliers, even in the form of loans or advances (except for those granted by credit institutions in the ordinary course of business).

When there is doubt about what is acceptable, the offer must be declined or, if necessary, discussed first with your line manager.





2.1.8. Conflicts of interest

The Codere Group recognises and respects the intervention of its professionals in activities other than those they carry out for the company, as long as they are legal and do not conflict with their responsibilities.

The professionals of the Codere Group must avoid situations:

- That could lead to a conflict between personal interests and those of the company
- If they represent the company and intervene or influence decision-making in any situation in which they have a (current or future) personal interest.
- That are for the benefit of companies in the sector or those carrying out activities likely to compete with those of Codere.



Therefore, they must always act, in the fulfilment of their responsibilities, with loyalty and in defence of the interests of the Codere Group.

The professionals of the Codere Group who may be affected by a conflict of interest will inform the person responsible for their area.

2.1.9. Resources and means for carrying out the professional activity

The Codere Group undertakes to make available to its professionals the resources and means necessary and appropriate so they can carry out their professional activity.

The professionals of the Codere Group are committed to making responsible use of the resources and means placed at their disposal, carrying out with them only professional activities in the interest of the Codere Group. Likewise, they must avoid any practices that diminish the creation of value for the shareholders.



The Codere Group is the owner of the property and the rights of use and exploitation of the programs, computer systems, equipment, works and rights created, developed, perfected or used by its professionals, within the framework of their work activity for the Codere Group.

The professionals will respect the principle of confidentiality regarding the characteristics of the rights, licenses, programs, systems and technological knowledge, in general, whose ownership or rights of exploitation or use correspond to the Codere Group, which may not be disclosed to third parties except in cases where expressly authorised.



2.1.10. Proprietary and confidential information

Non-public information which is the property of or entrusted to the Codere Group will, in general, be considered as reserved and confidential information, and the content of this information may not be provided to third parties, unless expressly authorised by the Codere Group.

It is the responsibility of the Codere Group and all its professionals to provide sufficient security means and to apply the established procedures to protect reserved and confidential information registered on a physical or electronic support.



The professionals of the Codere Group will keep the content of their work confidential in their relations with third parties.

Disclosing proprietary and confidential information and using proprietary and confidential information for private purposes is against this CEI.

Any reasonable indication of leakage of confidential and proprietary information, and of particular use thereof, shall be reported by those who are aware of it to their line manager.

In the event of the termination of the labour relationship, the proprietary and confidential information will be returned by the professional to the Codere Group and the professional's duty of confidentiality shall remain in any case.

2.1.11. Inside information

Inside information is any specific information about the Codere Group that is not public and that, if it were to be or has been made public, could influence the price of the shares or other marketable securities of the Codere Group under the terms established by the Internal Code of Conduct in relation to the stock market approved by Codere S.A.

Conduct prohibited when accessing inside information



× Prepare or carry out any type of operation on the shares or other negotiable securities of the Codere Group to which the information refers



× Communicate such information to third parties, except in the normal course of your work.



× Recommending to a third party that it buy or sell marketable securities or financial instruments or cause another to buy or sell them on the basis of such inside information.

The prohibitions set out in the previous section apply to:

(a) Any professional who has inside information when that professional knows or should have known that it is inside information

(b) Any information about other listed companies that could be considered as insider information

(c) Any information to which the professional has had access in the course of their work or position in the Codere Group



2.1.12. External activities

The professionals will dedicate to the Codere Group all the professional capacity and personal effort necessary for the exercise of their functions.

The provision of labour or professional services, either self-employed or employed, for other companies or entities other than the Codere Group, as well as the carrying out of non-occasional academic activities, must be previously communicated in writing to the Corporate Personnel Management.

Grupo Codere respects the performance of social and public activities by its professionals.

The involvement, membership or collaboration of professionals with political parties or other types of entities, institutions or associations with public purposes will be carried out in such a way that their private nature is clear, thus avoiding any relationship with the Codere Group.

III. OUR BUSINESS PRACTICES



3. Relations with third parties

The Codere Group promotes the best business practices in all the relationships it has with third parties, whether they are customers, suppliers, providers, partners, competitors, authorities, shareholders and/or local communities.

3.1. Customers

Quality of services and products

The Codere Group is committed to offering quality services and products in accordance with the requirements and quality standards established by law.

The company will also compete in the market and develop marketing and sales activities based on the superior quality of the products and services that the Codere Group has to offer.

3.1.2. Data protection

The Codere Group believes that one of the main elements on which the trust of its clients is based is the appropriate handling of their information and the effective limitation of its use in accordance with the applicable legal provisions.

3.2. Suppliers and providers

3.2.1 Selection policy

The Codere Group will adapt the selection processes for suppliers and providers to objectivity and impartiality criteria, and will avoid any conflict of interest in the selection of the same. To this end, the policies applicable in each of the business units will be established for the selection or approval process for suppliers and providers.

3.2.3 Confidentiality of information

The referred policies and procedures must guarantee that the prices and information presented by the suppliers and providers will be confidentially treated and will not be disclosed to third parties except with the consent of the interested parties and except in cases of legal obligation or compliance with judicial or administrative resolutions.

The information provided by the professionals of the Group to the suppliers and providers will be true and not projected with the intention of misleading.

3.3 Customer relations

Professionals will avoid any kind of interference or influence from third parties that could alter their professional impartiality and objectivity regarding the economic conditions of transactions with clients.

Professionals may not receive any kind of remuneration from clients or, in general, accept any kind of external remuneration for services derived from the professional's own activity within the Codere Group, nor may they share information inherent to the competitive procedures in progress or any offers that may have been made.





3.4 Partner relations

Grupo Codere will establish with its partners in common business, a collaborative relationship based on trust, transparency in information and the sharing of knowledge, experience and skills; to achieve objectives and mutual benefit. Its professionals must be committed to this, and will apply the same ethical principles of respect, an enabling environment and teamwork as if they were internal professionals.

Codere will promote, among its partners, knowledge of this CEI in order to better apply the principles contained herein.

3.5. Society

3.5.1. Authorities, regulatory bodies and administrations

Relations with authorities, regulatory bodies and administrations will be approached on the basis of the principle of cooperation and transparency.

Except in cases expressly regulated or authorised, in accordance with Corporate Social Responsibility and anti-corruption policies, professionals will refrain from making contributions to political parties, authorities, bodies, public administrations and institutions in general at the Codere Group's expense.



3.5.2. Truthful, adequate and useful information

The Codere Group will provide truthful, appropriate, useful and consistent information on its policies and actions. Transparency in information is a basic principle that must govern the actions of Codere Group's professionals.

The economic and financial information of the Codere Group will be duly complete, precise and truthful, and will faithfully reflect its economic, financial and patrimonial reality, in accordance with generally accepted accounting principles and applicable international financial reporting standards.

The lack of honesty in the communication of information, both within the Codere Group and outside it, contravenes this CEI, without prejudice to any additional provisions which may be imposed by law or by a specific procedure in the matter in question.

3.5.3. Corporate Social Responsibility and sustainable development

The Codere Group expresses its firm commitment to the principles of Corporate Social Responsibility as a framework for integrating its policies and actions with professionals, customers, suppliers and providers, shareholders and all the stakeholders with which it has relations.



In this sense, the Codere Group, faithful to the business objective of generating wealth and well-being for society, adopts a responsible business ethic that allows it to harmonise the creation of value for its shareholders with sustainable development that contemplates as its main objectives the protection of the environment, social cohesion, the development of a favourable framework for labour relations and constant communication with the different groups related to the company in order to meet their needs and expectations.



3.5.4 Money laundering

The Codere Group has internal procedures and rules with the aim of preventing and impeding the use of its activity by criminal organisations for money laundering in accordance with the international standards of the countries in which the Codere Group operates.



The Codere Group fully cooperates with the authorities responsible for combating money laundering or the financing of any illegal activity, providing any information that may be requested in accordance with legal and regulatory provisions, as well as informing those authorities, on its own initiative and to the extent required by law, of any facts which might constitute an indication of such conduct.

All Codere Group employees must be aware of the internal rules applicable to the prevention of money laundering, which will be disseminated to them by the DCAC.

Additionally, senior management professionals and those with direct contact with clients or third parties in areas where there may be a risk of money laundering will be given training.

3.5.5. Crime prevention

The Codere Group expresses its firm commitment to working intensely to prevent the commission of any irregular conduct, with strict compliance with the law on the part of its professionals. To this end, it will use its best efforts to implement and develop the corresponding policies and controls, in order to avoid any conduct of this nature.



In particular, and in view of the scourge and impact that the crime of corruption generates in societies, the relevant measures are provided for the non- implementation of practices that may be considered corrupt in the development of their relations with customers, suppliers, providers, competitors, authorities, etc.

No funds or assets of the Group may be used to pay, lend or bribe, or make any other illegal payment in order to influence or compromise the recipient's actions. The Group opposes any act of corruption or bribery, whether by public officials or private individuals, and does not tolerate practices whose purpose is to do business through improper means.

3.5.6 Antitrust and securities market regulation

The professionals of the Codere Group will have to respect particularly the applicable legal system in each case in terms of defence of competition and organisation of the securities markets.



In particular, they will refrain from any agreements with competitors, suppliers or customers, who have the intention or the effect of restricting free competition in any of the markets in which the Codere Group is present.

They will also refrain from any action that could constitute an abuse of a dominant position in the market and from any unfair behaviour, by acting in the markets in good faith.

3.6. Shareholders

The Codere Group expresses its intention to continuously create value for its shareholders and will permanently make available to them those channels of communication and consultation that allow them to have adequate, useful and complete information on the evolution of the group.

IV. WHISTLEBLOWING PLATFORM

Grupo Codere has a whistleblowing platform which allows and guarantees the confidentiality of communications, even anonymous ones, regarding the commission of irregularities or acts contrary to the law or the rules of action of this CEI.

In the absence of any specific procedure or formation of an internal body that could be established by the Compliance Committee and Board of Directors of Codere S.A., the DCAC is the competent body to administer and regulate the procedures corresponding to this platform, both in the reception and in the processing of the corresponding whistleblowing.

The existence, guarantees and forms of contact of this platform in all the territorial areas in which Codere operates, will be communicated to the professionals, partners, clients and suppliers.

The confidentiality of whistleblowers shall not preclude strict respect for the rights of the defence in disciplinary or other proceedings which may be instituted, in accordance with the procedure to be defined for that purpose.

4.1. Guarantees of the Code of Ethics and Integrity and the Whistleblowing Platform

The Codere Group will develop the necessary measures for the effective implementation of the CEI.



No person, regardless of his or her level or position, is authorised to request that a professional commit an illegal act or contravene the provisions of the CEI. In turn, no professional may justify improper, illegal or contravening conduct with regard to the CEI on the basis of an order from a superior.

If there are reasonable indications that an irregularity has been committed or an act against the legality or the rules of action of the CEI, the line manager or, you can file a complaint in the Whistleblower Platform that the company has enabled at the following link: **codere.canaldenuncia.app**

This link can also be found on the Codere Group website at the following link: **www.grupocodere.com/canal-denuncia/**, where you can also consult the data protection policy of the Whistleblower Platform and a document of frequently asked questions in case of doubt.



A person who reports a potential breach of a legal rule, or the provisions of the CEI, may do so by identifying themselves or, if they deem it more convenient, anonymously. The Codere Group will not adopt any form of direct or indirect retaliation against professionals who have truthfully reported an anomalous action.

Without prejudice to the policy or procedure that may be established for this purpose, the Codere Group expressly states that it will not tolerate any form of retaliation against any person who, in good faith, reports any potential non-compliance with the CEI and/or the legal rules in force and/or the procedures or regulations issued in this regard.

Finally, professionals and third parties, in addition to the Whistleblower Platform, can report any of the situations described above in person at our offices in each country:

Country	Address
Corporate	Avda. Bruselas, 26 - Alcobendas (Madrid), 28108. España
Argentina	Reconquista 1088 Piso 7º, Buenos Aires (C1003ABV). Argentina
Colombia	Bogotá D.C., AK 103 #25 F – 12
Spain	Avda. Bruselas, 26 - Alcobendas (Madrid), 28108. España
Italy	Via Cornelia 498, 00166 Roma (Italia)
Mexico	Avda. Industria Militar s/n, Puerta 2, Acceso B. Col. Residencial Militar. C.P. 11600, Alcaldía Miguel Hidalgo, México, CDMX
Panama	Vía Israel y Calle 76 Este San Francisco, Hotel Aloft (Lobby), Oficina Codere
Uruguay	Carrasco Nobile S.A.: Rambla República de México 6451, Montevideo. HRU S.A: José María Guerra 3540, Montevideo.

When it is determined that a professional of the Codere Group has carried out activities which contravene the provisions of the law or the CEI, the disciplinary measures which are applicable will be applied in accordance with the corresponding Collective Bargaining Agreement, or the provisions of the applicable labour legislation, without prejudice to any internal procedure or policy of sanctions which could be approved in the Codere Group.

V. MONITORING AND UPDATING THE CODE



The monitoring, updating or proposed improvement of this Code will be the responsibility of the Legal and Compliance Department, without prejudice to the participation of other interdisciplinary bodies within the structure of Codere, as decided or approved.

This CEI was approved at the Codere Board meeting on 27 January 2011 and amended at the meeting of 31 March 2016, and at the meeting on 11 november 2020.

