



ANNUAL EVALUATION REPORT OF THE PLAN FOR THE PREVENTION OF CORRUPTION RISKS AND RELATED OFFENSES

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I. Framework

Following the approval of the National Anti-Corruption Strategy 2020-2024, Decree-Law no. 109-E/2021 was published in Diário da República on December 9, 2021, creating the National Anti-Corruption Mechanism ("MENAC") and approving the General Regime for the Prevention of Corruption ("RGPC").

With the aim of preventing, detecting and sanctioning acts of corruption and related infractions, the GDPR establishes the obligation for a wide range of public and private entities to adopt and implement a compliance program, consisting of a code of conduct, a plan for preventing corruption risks and related offenses ("PPR"), a training program and a reporting channel.

The PPR, as a mechanism for controlling and managing the internal risk of corruption and related offenses, aims to identify, analyze and classify the risks and situations that may expose entities to acts of corruption and related infractions, considering the reality of the sector and the geographical areas in which the entity operates, and to determine preventive and corrective measures to reduce the likelihood of occurrence and the impact of the risks and situations identified.

In this context, Grupo Sousa, a business group comprising private entities with 50 or more employees, has adopted a robust regulatory compliance program, capable of pursuing the goals of preventing and combating corruptive phenomena that likely occur in a corporate environment.

As a result, Grupo Sousa began the implementation project of the compliance program in 2022, with the aim of approving and specifying measures to prevent, correct and mitigate the potential risks of corruption and related offenses detected within its companies and, consequently, to set high standards of rigor, integrity and transparency in the conduct of its People, as well as to reinforce the Group's full compliance with the requirements set out in the RGPC.

As such, Grupo Sousa's PPR served as a guide for the implementation of the measures and procedures set out therein during 2023, reflecting the Group's progress in the prevention of corruption and related offenses compared to the previous year.

In view of the above, this Report aims to comply with the obligation to control and implement the PPR set out in Article 6(4)(b) of the RGPC, presenting, in particular, the quantification of the degree of implementation of the preventive and corrective measures identified in Grupo Sousa's PPR, as well as the respective state of implementation and forecast of their full implementation.

II. Risk mitigation measures for corruption and related offenses

In order to comply with the legal requirements listed in the RGPC, Grupo Sousa adopts and implements a compliance program, consisting of a set of instruments, which are highlighted below:

1. Plan for the Prevention of Corruption Risks and Related Offenses (PPR)

On January 12, 2023, Grupo Sousa approved a Plan for the Prevention of Corruption Risks and Related Offenses (PPR), which has been widely disseminated among all its People and is published on Grupo Sousa's intranet and website.

Grupo Sousa's PPR contains the identification, analysis and classification of risks and situations that could expose the Group's companies to acts of corruption and related offenses, as well as preventive and corrective measures to reduce the likelihood of occurrence and the impact of the risks and situations identified.

Accordingly, Grupo Sousa's PPR includes (i) the areas of activity of the companies/business units at risk of committing acts of corruption and related offenses, (ii) the probability of occurrence and predictable impact of each situation, in order to allow the risks to be graded, (iii) the preventive and corrective measures to reduce the probability of occurrence and the impact of the risks and situations identified, and (v) the designation of the person generally responsible for implementing, controlling and reviewing the PPR, corresponding to Grupo Sousa's Compliance Officer.

Grupo Sousa's PPR is reviewed by the Compliance Officer every three years, or whenever there is a change in duties or in the organic or corporate structure that justifies a review of the following elements:

- The areas of activity at risk of committing acts of corruption and related offenses;
- Risks identified, analyzed and classified;
- Situations that may involve exposure to acts of corruption and related infractions, including those associated with the exercise of functions by the members of the administrative and management bodies, considering the reality of the sector and the geographical areas in which Grupo Sousa operates;
- The probability of occurrence and foreseeable impact of each situation, in order to allow the risks to be graded;
- Preventive and corrective measures implemented to reduce the likelihood of occurrence and the impact of the risks and situations identified;
- More exhaustive prevention measures, with priority given to their implementation in high-risk situations;
- Appointment of the person generally responsible for implementation;
- Appointment of the person responsible for regulatory compliance.

2. Code of Conduct

Grupo Sousa has had a Code of Conduct since January 1, 2018, which was updated on June 18, 2022 in order to respond to the requirements of the RGPC.

The Code of Conduct reflects the set of principles, values and rules on professional ethics that all People must apply in their daily work, with the aim of promoting an organizational culture based on high standards of rigour, integrity and transparency in the performance of their duties.

At the same time, the Code of Conduct lists the set of criminal sanctions associated with the practice of acts of corruption and related offenses, as well as the respective sanctions of a disciplinary nature.

3. Training

Grupo Sousa provides training and awareness-raising activities, creating a training program that enables its People to understand the content of all the documents that make up the Compliance Program, as well as the functions of the Regulatory Compliance Officer.

The training program covers the following subjects:

1. Framework;
2. The corruptive phenomenon;
3. Social impact;
4. MENAC;
5. Entities covered;
6. Regulatory Compliance Program;
 - 6.1. Code of Conduct;
 - 6.2. PPR;
 - 6.3. Whistleblowing Channel;
 - 6.4. Training program;
 - 6.5. Responsible for Regulatory Compliance;
7. Complements to the Compliance Program;
8. Administrative sanctions;
9. Criminal sanctions;
10. Corruption in Portugal;
11. Communication with the authorities.

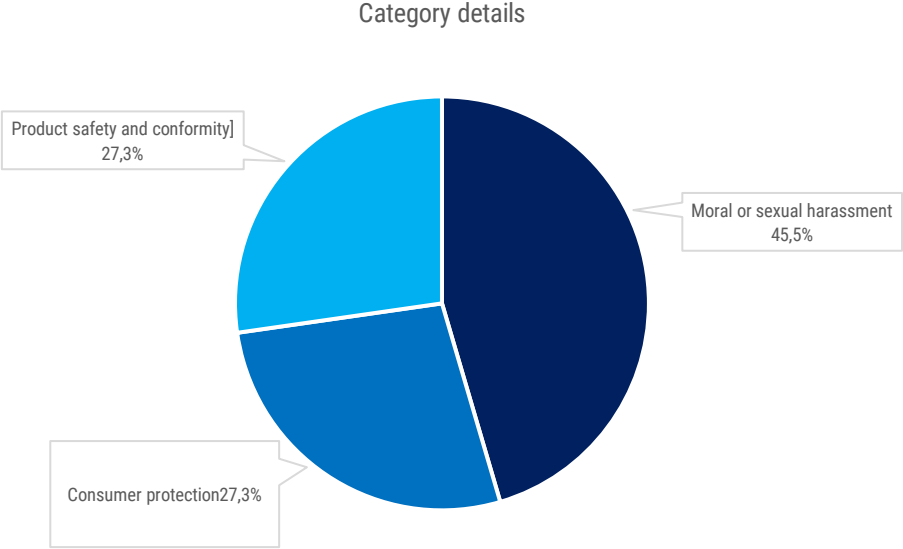
4. Reporting channel

On December 30, 2022, Grupo Sousa implemented a Whistleblowing Channel, which allows for the safe submission and follow-up of whistleblowing reports, complying with all the requirements set out in the EU's General Whistleblower Protection Regime, approved by Law 93/2021 of December 20.

As stated in the Whistleblowing and Non-Retaliation Policy, Grupo Sousa is legally committed to non-retaliation and will not tolerate any act or omission that, directly or indirectly, occurring in a professional context and motivated by an internal or external complaint or public disclosure, causes or may unjustifiably cause the whistleblower financial or non-financial damage.

In this way, the adoption of the Whistleblowing Channel ensures the existence of a mechanism for submitting complaints regarding acts of corruption and related offenses, proving to be a fundamental instrument for detecting irregular practices in Grupo Sousa and the consequent implementation of corrective measures and the pursuit of justice, through the Group's active collaboration with the competent authorities.

Since it began operating, 29 complaints have been received through Grupo Sousa's Complaints Channel, of which 45.5% were categorized by the complainants as "Moral or sexual harassment", 27.3% as "Product safety and compliance" and 27.3% as "Consumer protection":



Grupo Sousa handles all reports received through its reporting channel with the utmost seriousness, in compliance with the legally time limits for response and treatment, and observing the provisions of Grupo Sousa's reports handling procedure.

5. Compliance Officer

Grupo Sousa has appointed a Compliance Officer to supervise, guarantee, execute and support the implementation of the regulatory compliance program, which includes the PPR.

Thus, the Compliance Officer is responsible for permanently assessing the risks faced by Grupo Sousa, monitoring its daily activity and ensuring that the compliance program is sufficiently robust, up-to-date and effective in preventing and detecting acts of corruption and related infractions.

Grupo Sousa certifies that the Compliance Officer performs his/her duties independently, permanently and with decision-making autonomy, making all internal information available to him/her, as well as the human and technical resources necessary for the proper performance of his/her duties.

The Compliance Officer appointed by Grupo Sousa is Maria José Santana and she can be contacted at the following e-mail address: rcn@gruposousa.pt.

6. Conflict of Interest Prevention Policy

As Grupo Sousa is exposed to potential conflicts of interest in the course of its business, it has approved a Conflict of Interest Prevention Policy which defines the rules and principles of action for detecting potential situations generating conflicts of interest, as well as the measures to prevent, identify, manage and correct these situations, with the guiding principle being the protection of the Group's interests and those of all those involved in the market.

In accordance with the provisions of this Policy, newly hired Persons complete the declaration of no conflicts of interest, undertaking to declare a potential situation of conflict of interest arising within the scope of the employment relationship established with Grupo Sousa companies.

Therefore, whenever a particular Grupo Sousa member believes that he or she is in a situation of real or apparent conflict of interest, he or she must complete and submit a declaration of the existence of a conflict of interest to the Regulatory Compliance Officer, requesting that he or she be removed from the decision-making process.

7. Money Laundering and Terrorist Financing Prevention Manual

In view of the harmful impact that money laundering and terrorist financing ("ML/TF") have on society, Grupo Sousa is committed to preventing and combating these crimes by observing certain principles and good practices in its operations.

This commitment is perpetuated by Grupo Sousa companies that (i) carry out real estate activities, (ii) provide services to companies, (iii) carry out ship transactions and (iv) carry out cash transactions of €3,000 or more, which are considered obligated entities for the purposes of applying Law 83/2017, of August 18 (which establishes measures to combat ML/TF).

Consequently, Grupo Sousa has adopted a Manual for Preventing and Combating ML/TF, which determines the adoption of a set of procedures whenever:

- Establishes business relationships¹;
- Carry out occasional transactions², regardless of whether the transaction is carried out through a single operation or several apparently related operations:
- An amount of 15,000 (euro) or more; or
- That constitute a transfer of funds or a transaction carried out in the context of activity with virtual assets, whenever the amount of the same exceeds 1000 (euro);

- You suspect that the transactions, regardless of their value and any exception or threshold, may be related to money laundering or terrorist financing;
- You have doubts about the veracity or adequacy of the customer identification data previously obtained.

¹Under the terms defined in the PPR.

²Any transaction carried out by obliged entities outside the scope of an already established business relationship, characterized in particular by its expected punctuality.

8. Preliminary Risk Assessment Procedure

Grupo Sousa has approved a Preliminary risk assessment procedure for third parties acting on its behalf, suppliers and customers.

Within this framework, a form is adopted which aims to identify the actual beneficiaries and the risks in terms of image and reputation associated with the business relationship to be established, in order to detect any conflicts of interest.

After completing the form and sending the requested documentation, the Compliance Officer analyzes the risk associated with establishing the business relationship and proposes to Grupo Sousa's Board of Directors the adoption of the measures that are appropriate to the specific case.

9. Other internal regulations

Grupo Sousa's compliance program is also supported by other internal policies and procedures, published on the intranet and accessible to all its People, reflecting best practices and current legislation applicable to the company and its business.

To this end, the Compliance Officer, for the purposes of the entire Compliance Program adopted, including this PPR, can be contacted at any time at the following e-mail address: .rcn@gruposousa.pt

III. Evaluation of the implementation of the PPR

1. Methodology

The preparation of the Annual Assessment Report on the implementation of risk prevention measures in 2023 is based on the methodology used to prepare the PPR, in the sense that the preparation process is transversal to all companies/business units subject to the discipline of the RGPC, namely:

- BETAMAR Praia Dourada - Investimentos Turísticos, Lda;
- BETAMAR Torre Praia - Investimentos Turísticos, Lda;
- ETPRAM - Empresa de Trabalho Portuário, ETP, Lda;
- Grupo Sousa Serviços Globais, Lda;
- GSLINES - Transportes Marítimos, Lda;
- Logi C - Logística Integrada, S.A.;
- Logislink - Terminal Logística, Lda;
- Opertrans - Distribuição e Logística, Lda;
- Porto Santo Line - Transportes Marítimos, Lda.

the heads of the different departments of the various companies in the Sousa Group were asked to give an update on how the risk prevention measures were going in 2023, in order to take stock of the state of implementation of preventive risk measures in 2023, suggest changes or new measures that needed to be put in place, and point out any that hadn't worked out over the year.

As a result, the risk classification was updated in terms of the likelihood of its occurrence and impact, in accordance with the methodology set out in Grupo Sousa's PPR.

The risk assessment methodology takes the following levels into account:

a) Probability of occurrence:

LEVEL		TIME CRITERION
● REDUCED	The risk arises from an exceptional situation	Possibility of occurring annually
● MODERATE	The risk arises from a probable situation	Possibility of occurring every six months
● HIGH	The risk arises from a very frequent situation, which is almost certain to have occurred or will occur	Possibility of occurring monthly

b) Impact of the risk on Grupo Sousa:

GRADE	FINANCIAL IMPACT	LEGAL IMPACT	BUSINESS IMPACT	REPUTATIONAL IMPACT
1 ● REDUCED	Reduced losses for the organization, < €5,000	Requests for clarification, audits and/or inspections carried out by MENAC and/or the competent judicial authority	No implications for the organization's activity and/or irrelevant interruptions for periods of < 4 hours	No significant damage to image or reputation; event/information contained internally
2 ● MODERATE	Moderate damage to the organization, from €5,000 to €25,000	Legal consequences with fines imposed	Interruption of activity for up to 1 working day	Damage to the organization's credibility and reputation, with moderate or short-term national and/or international impact
3 ● HIGH	High damage to the organization, > €25,000	Legal consequences with (i) conviction of the organization and/or its directors for the crime of corruption or a related offence, and/or (ii) the imposition of significant fines, > €44,891.81;	Prohibition from participating in public tenders Prohibition from exercising the activity for a period of one month or more	Loss of credibility and reputation of the organization, with long-term national and/or international impact Publicizing the conviction decision

Then, based on the classification given, Grupo Sousa defines the degree of priority for dealing with each risk, according to the following matrix:

		PROBABILITY		
		High	Moderate	Low
IMPACT	HIGH	● HIGH	● HIGH	● MODERATE
	Moderate	● HIGH	● MODERATE	● REDUCED
	Reduced	● MODERATE	● REDUCED	● REDUCED

Corresponding,

- **Green** shows risks that should be monitored, but which do not currently pose a real and/or serious threat to the organization;
- **Yellow** shows the risks that require a proactive attitude on the part of the organization in order to monitor, evaluate and possibly mitigate them; and
- In **red**, risk areas are defined which require immediate intervention by the organization because they are likely to imply high reputational and/or legal risks for the organization.

The respective risk level will be assigned according to the criteria of probability *versus* impact.

At the same time, depending on the level of risk to be mitigated, the corresponding measure is assigned a certain degree of priority, as follows:

●	High-risk non-compliance requiring high priority.
●	Moderate risk non-compliance, because it is unlikely to occur or is partially mitigated, which requires moderate priority.
●	Low-risk non-compliance or risk inherent to Grupo Sousa's activity, which does not require immediate intervention, but rather low priority.

Finally, Grupo Sousa determines the measures to prevent and correct the risks identified, based on the entire process described.

The frequency with which the action plans are monitored varies according to the result previously obtained in the assessment of the risks of corruption and related offenses and, consequently, the prioritization defined for each of these, with the following timetable having been defined:

RISK CLASSIFICATION	PERIODICITY OF MONITORING
● REDUCED	Annual
● MODERATE	Half-yearly
● HIGH	Monthly

Currently, Grupo Sousa's Plan for the Prevention of Corruption Risks and Related Offenses presents the following situations of low and moderate risk:

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
Grupo Sousa	Transversal to all processes	Corruption and Related Offenses	Non-compliance with Grupo Sousa Code of Conduct	● REDUCED	<ol style="list-style-type: none"> 1. Inform all people in the various business units that make up Grupo Sousa of the existence and importance of complying with the Code of Conduct; 2. Share the place where the Code of Conduct can be accessed; 3. Encourage careful reading of the Code of Conduct and, whenever necessary, clarify any doubts that may exist with the Compliance Officer.
Grupo Sousa	Transversal to all processes	Corruption and Related Offenses	Lack of monitoring of compliance with the Code of Conduct	● REDUCED	<ol style="list-style-type: none"> 1. Ensure compliance with the Code of Conduct. 2. Draw up a report whenever a breach of the Code of Conduct is committed, which must contain at least: <ul style="list-style-type: none"> • The identification of the rules violated; and • The sanction(s) applied.
Grupo Sousa	Transversal to all processes	Corruption and Related Offenses	Failure to publish the Code of Conduct whenever a review takes place	● REDUCED	<ol style="list-style-type: none"> 1. Whenever the Code of Conduct is revised, ensure that it is duly published within a maximum of 10 days. 2. Inform all People that the revision has taken place, that the Code of Conduct is available and where they can consult it.
Grupo Sousa	Transversal to all processes	Corruption and Related Offenses	Lack of review and monitoring of the Plan for the Prevention of Corruption and Related Offenses (PPR)	● REDUCED	<ol style="list-style-type: none"> 1. Mandatory review of the PPR every three years. 2. Review of the PPR whenever there is a change in duties or in the organizational or corporate structure. 3. Monitoring the PPR by: <ul style="list-style-type: none"> • Drawing up the Interim Assessment Report, in October, for high-risk situations; • Drawing up the Annual Assessment Report in April, containing: i) a quantification of the degree of implementation of the preventive and corrective measures identified; and ii) a forecast of the full implementation of the preventive and corrective measures identified.
Grupo Sousa	Transversal to all processes	Corruption and Related Offenses	Failure to publish the RAP and the Interim and Annual Assessment Reports	● REDUCED	<ol style="list-style-type: none"> 1. Ensure that the PPR is published within 10 days of its implementation. 2. Inform all its People of the publication of the PPR, its availability and where they can consult it. 3. Whenever the PPR is revised, ensure that it is published within 10 days of the revision. 4. Inform all its Personnel of the occurrence of the revision, its availability and the place where it can be consulted. <p>(CONTINUED)</p>

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
Grupo Sousa	Transversal to all processes	Corruption and Related Offenses	Lack of activity control	● REDUCED	<p>(CONTINUED)</p> <p>1. implementation of mechanisms to monitor the activity carried out by the business units, within the scope of the prevention of corruption and related infractions, such as, for example:</p> <ul style="list-style-type: none"> • Random questionnaires to all departments on the effectiveness of the measures enshrined in this PPR with: i) identification of the department; ii) difficulties experienced in the effectiveness of the measure(s) in question; and iii) periodicity of their application; • Specific monitoring reports on the PPR, as defined in this PPR at an appropriate stage; • Infringement reports, as defined in Grupo Sousa Code of Conduct. • Random audits evaluating: i) all departments; ii) all the instruments adopted to prevent corruption, namely those presented as mitigating measures in this PPR; and iii) the effectiveness and compliance with the aforementioned instruments, which together serve to determine whether the measures mentioned here are sufficient and which result in the necessary corrective or improvement measures.
Grupo Sousa	Across all processes	Corruption and Related Offenses	Non-adequacy of the Corruption and Related Infringements Training Program and lack of attendance records	● REDUCED	<ol style="list-style-type: none"> 1. provide the continuous training program for the prevention of corruption; 2. Create a Model for Recording Training Activities, which allows people's attendance to be recorded, as well as the date, summary and training entity, keeping the same record.
Grupo Sousa Audit and Internal Control Department Accounting Department	Establishing business relationships with third parties acting on its behalf, suppliers and clients	Corruption and Related Offenses Conflicts of Interest	Non-compliance with risk assessment with regard to clients, suppliers and other third parties prior to establishing the business relationship	● REDUCED	<ol style="list-style-type: none"> 1. Follow the Prior Risk Assessment Procedure and the respective Prior Assessment Forms that are able to identify the beneficial owners, the risks in terms of image and reputation, as well as the business relationships with third parties, in order to identify possible conflicts of interest; 2. Updating the Client Data Sheets to include the information provided for in the Preliminary Risk Assessment Procedure and respective Forms; 3. The Preliminary Assessment Procedure is carried out by the central department that establishes business relations on behalf of Grupo Sousa's business unit; 4. Whenever the business unit autonomously establishes business relations directly with the counterparty, it must also follow the Prior Risk Assessment Procedure; 5. With regard to "passing customers", due to the sporadic business relationship and the need for speed in its execution, all possible identification elements should be collected, as mentioned in the Preliminary Assessment Procedure, and a more simplified assessment should be made and the appropriate record kept. 6. Disseminate the Procedure to the Persons establishing the business relationship. <p>(CONTINUED)</p>

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
<p>GSLINES - Transporte Marítimo, Lda.</p> <p>(Grupo Sousa: where appropriate another business unit)</p>	Establishing business relationships with clients	Corruption and Related Offenses Conflicts of Interest	Failure to comply with a contractual clause stipulating responsibility for risk assessment in relation to customers, suppliers and other third parties prior to establishing the business relationship	● MODERATE	<p>(CONTINUED)</p> <p>(1) Include a contractual clause in the contracts so that whenever a business unit establishes a business relationship with a company considered a "non-final" client, that company is required to comply with its duties under the prevention of corruption directly with the "final" client.</p> <p>2. The contractual clause does not exempt the business unit (or central department carrying out the business relationship) and the counterparty ("non-final" client) with which it contracts directly from carrying out the Preliminary Assessment Procedure.</p> <p>3. Encourage the contracting party to comply with the contractual clause identified above.</p>
ETPRAM - Empresa de Trabalho Portuário, Etp, Lda.	Establishing business relationships with clients	Corruption and Related Offenses Conflicts of Interest	No risk assessment in relation to the only client with which they contract (which is part of Grupo Sousa: OPM - Sociedade de Operações Portuárias da Madeira, Lda.)	● REDUCED	<p>1. Access to all the necessary information on the client business unit by the central departments.</p>
ETPRAM - Empresa de Trabalho Portuário, Etp, Lda.	Establishing business relationships with suppliers	Corruption and Related Infringements Conflicts of Interest	No control over purchases of personal protective equipment from suppliers, as it is carried out by another business unit of the Group, METAL-LOBOS Serrilharia e Carpintaria, Lda. (Madeira Free Trade Zone), on behalf of ETPRAM	● REDUCED	<p>1. Ensure that the METAL-LOBOS Serrilharia e Carpintaria, Lda. business unit duly complies with the Preliminary Assessment Procedure when acquiring purchases.</p> <p>2. Ensure that the METAL-LOBOS Serrilharia e Carpintaria, Lda. business unit duly complies with the Conflict of Interest Prevention Policy, in the part that refers to the Procedure identified in the number above, when acquiring purchases.</p> <p>3. Ensure that the METAL - LOBOS business unit duly complies, by itself or through the central department, with the Payments and Receipts Policy.</p>
GSLINES - Transporte Marítimo, Lda.	Establishing business relationships with suppliers	Corruption and Related Offenses Conflicts of Interest	No control of ship material purchases (e.g. parts and fuel) from suppliers, as it is carried out by another business unit of the Group, SteerMar - Shipmanagement Services, Lda. on behalf of GSLINES.	● REDUCED	<p>1. Ensure that the SteerMar business unit duly complies with the Prior Assessment Procedure when acquiring purchases.</p> <p>2. Ensure that the SteerMar business unit duly complies with the Policy for the Prevention of Conflicts of Interest, in the part that refers to the Procedure identified in the number above, in the acquisition of purchases.</p> <p>3. Ensure that the SteerMar business unit duly complies, by itself or through the central department, with the Payments and Receipts Policy.</p> <p>(CONTINUED)</p>

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
Grupo Sousa	Business relations with suppliers	Transversal	Lack of adequate disclosure of the Supplier Code of Conduct	● REDUCED	<p>(CONTINUED)</p> <ol style="list-style-type: none"> 1. Disseminate the Supplier Code of Conduct to suppliers; 2. Explain the importance of the Supplier Code of Conduct to suppliers; 3. Make themselves available to clarify any doubts.
<p>Grupo Sousa Audit and Internal Control Department</p> <p>Accounting Department</p>	Establishing business relationships	Corruption and Related Offenses Conflicts of Interest	Non-compliance with the obligation to report the existence of conflicts of interest on the part of customers, suppliers and third parties acting on behalf of Group companies	● MODERATE	<ol style="list-style-type: none"> 1. Follow the Conflict of Interest Prevention Policy adopted by the Group, which enables the identification of potential conflicts of interest by reference to the Prior Risk Assessment Procedure for clients, suppliers and third parties acting on behalf of Group companies. 2. Disseminate the Conflict of Interest Prevention Policy and the Prior Assessment Procedure to Grupo Sousa Personnel; 3. The Conflict of Interest Prevention Policy is implemented by the (central) People Management Department; 4. Whenever a business unit recruits people autonomously, it must comply with the Policy for the Prevention of Conflicts of Interest. 5. Encourage people to read the policy carefully.
<p>Grupo Sousa People Management Department</p>	Recruitment and selection Relations with People	Corruption and Related Offenses Conflicts of Interest	Failure to comply with the general obligation to report the existence of conflicts of interest on the part of People (in relation to other People, clients, competitors, suppliers and other partners).	● MODERATE	<ol style="list-style-type: none"> 1. Follow the Policy for the Prevention of Conflicts of Interest and the respective Declarations of Non-existence of Conflicts of Interest and Conflicts of Interest and the Request for Removal, which makes it possible to identify the existence of a real or merely apparent conflict of interest on the part of potential Persons and Persons of Grupo Sousa, defining the respective treatment. 2. Disseminate the Conflict of Interest Prevention Policy to the People of Grupo Sousa; 3. The Conflict of Interest Prevention Policy is implemented by the (central) People Management Department; 5. Whenever the business unit recruits autonomously, it must comply with the Policy for the Prevention of Conflicts of Interest. 5. Encourage people to read the Policy carefully. 6. Explain the importance of people completing the Declaration of No Conflicts, Declaration of Conflicts of Interest and Request for Removal, all of which are attached to the Policy for the Prevention of Conflicts of Interest. <p>(CONTINUED)</p>

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
<p>People Management Department</p> <p>ETPRAM - Empresa de Trabalho Portuário - Etp, Lda.</p> <p>LogiC - Logística Integrada, S.A.</p> <p>Logislink - Terminal Logística, Lda.</p> <p>Opertrans - Distribuição e Logística, Lda.</p> <p>(Grupo Sousa: whenever another business unit uses temporary work)</p>	Recruitment and selection People Relations	Corruption and Related Offenses Conflicts of Interest	Possibility of avoiding the general obligation to report the existence of conflicts of interest on the part of People (with regard to other People, clients, competitors, suppliers and other partners), when they contract with temporary workers.	● MODERATE	<p>(CONTINUED)</p> <p>1. Reinforce the above measures;</p> <p>2. Reinforce the importance of complying with the Conflict of Interest Prevention Policy when hiring temporary workers.</p>
<p>Grupo Sousa</p> <p>People Management Department</p>	People Relations	Corruption and Related Offenses Conflicts of Interest	Irregular evaluation in favor of/to the detriment of People	● REDUCED	<p>1. Scrupulous compliance with the Code of Conduct and the Conflicts of Interest Prevention Policy.</p> <p>2. Monitoring and supervision of compliance with the Code of Conduct and Conflict of Interest Prevention Policy.</p>
<p>Grupo Sousa</p>	Relations with clients, potential clients and suppliers	Corruption and Related Offenses Conflicts of Interest	Non-compliance with formal written rules on the allocation of donations and sponsorships	● REDUCED	<p>1. Follow the Donations and Sponsorships Policy which defines:</p> <ul style="list-style-type: none"> • The type of entities to which the Group accepts or does not accept to grant a sponsorship or donation; • The identification of the entity; and • The maximum amount. <p>2. Disclose the Donations and Sponsorships Policy to the relevant people.</p> <p>(CONTINUED)</p>

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
Grupo Sousa	Relations with clients, potential clients and suppliers	Corruption and Related Offenses Conflicts of Interest	Failure to comply with formal written rules on receiving and giving gifts, including rules on registration or reporting, in addition to those described in the Code of Conduct	● REDUCED	<p>(CONTINUED)</p> <p>1. Follow the Gifts and Hospitality Policy which defines:</p> <ul style="list-style-type: none"> • The types of gifts and hospitality considered reasonable; • The maximum amount; • The cases in which gifts and hospitality should be refused and/or returned and, consequently, the return draft; and • The register. <p>2. Disseminate the Gifts and Hospitality Policy to People.</p> <p>3. Record the gifts and hospitality received and/or offered.</p>
<p>Grupo Sousa</p> <p>Audit and Internal Control Department</p> <p>Accounting Department</p> <p>Finance and Management Control Department</p>	Business relations with suppliers and clients	Corruption and Related Offenses Conflicts of Interest	Lack of formal written rules on how to make payments and receipts	● REDUCED	<p>1. Follow the Payments and Receipts Policy which defines:</p> <ul style="list-style-type: none"> • The assumption of the payment and receipt commitment; and • Making payments and receipts preferably by bank transfer. <p>2. Disclose the Payments and Receipts Policy to all relevant people.</p>
<p>Grupo Sousa</p> <p>Audit and Internal Control Department</p> <p>Accounting Department</p> <p>Finance and Management Control Department</p>	Establishing business relationships with suppliers, customers and third parties acting on behalf of the business units	Corruption and Related Offenses Conflicts of Interest	Payment to suppliers, customers and third parties with the aim of obtaining a certain deal	● REDUCED	<p>1. Comply with the Preliminary Assessment Procedure and the Payments and Receipts Policy.</p> <p>2. Awareness-raising actions to make everyone understand the negative effects and consequences of this act.</p> <p>3. Transparency in the selection process for suppliers, clients and third parties.</p> <p>(CONTINUED)</p>

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
<p>Grupo Sousa</p> <p>Audit and Internal Control Department Accounting Department</p> <p>Finance and Management Control Department</p>	Relations with clients and suppliers	Corruption and Related Offenses	Failure to record/control the movement of inventories	● REDUCED	<p>(CONTINUED)</p> <p>1. Control the movement of inventories by segregating duties and responsibilities. 2. Periodic assessment of the effectiveness of the control implemented</p>
Grupo Sousa	Relations with People	Corruption and Related Offenses Conflicts of Interest	Disclosure of private/confidential information	● MODERATE	<p>1. Disclosure of the Code of Conduct. 2. Awareness-raising actions on the non-disclosure of reserved and/or confidential information. 3. Segregation of people who have access to reserved and/or confidential information.</p>
Grupo Sousa	Whistleblowing	Corruption and Related Offenses Violation of whistleblowers' rights Violation of personal data	Failure to comply with the Whistleblowing and Non-Retaliation Policy and the Whistleblowing Channel Privacy Policy	● REDUCED	<p>1. Make yourself available to clarify issues; 2. The Regulatory Compliance Officer must ensure that the Whistleblowing and Non-Retaliation Policy is adequately complied with, namely:</p> <ul style="list-style-type: none"> • The way in which the whistleblowing channel operates; • The appropriate flow for receiving and handling complaints; and • The guarantee of non-retaliation against whistleblowers in good faith. <p>3. The Regulatory Compliance Officer must ensure that the Whistleblowing Channel's Privacy Policy is fully complied with, namely:</p> <ul style="list-style-type: none"> • The purposes for processing the data collected; • The retention period; • The rights of data subjects; • The categories of data; and • Security measures. <p>(CONTINUED)</p>

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
Grupo Sousa	Whistleblowing	Corruption and Related Offenses Violation of whistleblowers' rights Violation of personal data	Lack of monitoring of the Whistleblowing Channel	● REDUCED	(CONTINUED) Monitoring the Whistleblowing Channel by preparing the Annual Report on its operation.
Grupo Sousa	Whistleblowing	Corruption and Related Offenses Violation of whistleblowers' rights Violation of personal data	Inadequacy of the Training Program for the Whistleblowing Channel and lack of attendance records	● REDUCED	1. provide an ongoing training program in the area of whistleblower protection; 2. Create a Model for Recording Training Sessions, which makes it possible to record people's attendance, as well as the date, summary and training entity, and keep the same record.
Grupo Sousa	Public Procurement	Conflicts of interest	Lack of a Manual containing the procedures and other mechanisms adopted within the scope of Corruption and Related Offenses	● REDUCED	1 Create a Manual containing all the procedures and other mechanisms adopted within the scope of Corruption and Related Offenses.
Grupo Sousa	Relations with clients and suppliers	Corruption and Related Offenses Conflicts of Interest	Failure to identify situations of breach of contract	● REDUCED	1. Monitor and supervise the activity carried out throughout the contract period. 2. Request <i>feedback</i> from the client or supplier.
Grupo Sousa	Relations with clients	Corruption and Related Offenses Conflicts of Interest	Insufficient quality of services provided to customers	● REDUCED	1. Awareness-raising actions among people who directly provide services to customers. 2. Monitoring and controlling the provision of services to customers. (CONTINUED)

BUSINESS UNIT AND DEPARTMENTS	PROCESS	RISK	RISK EVENT	RISK CLASS CLASS	PREVENTION AND CORRECTION MEASURES
Logi C - Logística Integrada, S.A.; Logislink - Terminal Logística, Lda; Opertrans - Distribuição e Logística, Lda.	Equipment and fleet management	Corruption and Related Offenses	Inadequate management of equipment and vehicle fleet	● REDUCED	(CONTINUED) 1. periodic monitoring of equipment and fleet. 2. Periodic reports on the state of equipment and fleet. 3. Recording all purchases and sales of equipment and fleet. 4. Keep records at all times.
GSLINES - Transportes Marítimos, Lda. Porto Santo Line - Transportes Marítimos, Lda.	Management of equipment and vessels	Corruption and Related Offenses	Inadequate management of equipment and vessels	● REDUCED	1. periodic monitoring of equipment and fleet. 2. Periodic reports on the state of equipment and fleet. 3. Record all purchases and sales of equipment and vessels. 4. Keep records at all times.

2. Overall assessment

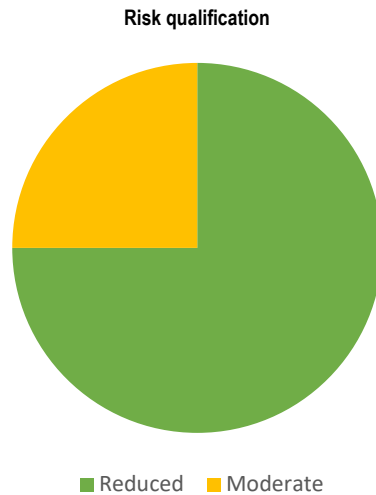
For the purposes of the annual assessment, the processes and/or activities assigned to each department were taken into account, as well as the risks and their classification.

The preventive and corrective measures to mitigate the risks identified for each process and/or activity were also taken into account.

This information has been summarized in the following table:

BUSINESS UNIT AND DEPARTMENT	NO. OF PROCESSES	NO. OF RISKS	QUALIFICATION OF RISKS			NO. OF PREVENTIVE/CORRECTIVE MEASURES
			● REDUCED	● MODERATE	● HIGH	
Grupo Sousa	26	26	22	4	0	70
Audit and Internal Control Department	5	5	4	1	0	18
Accounting Department	5	5	4	1	0	18
GSLINES - Transporte Marítimo, Lda.	3	3	2	1	0	10
ETPRAM - Empresa de Trabalho Portuário, Etp, Lda.	3	3	2	1	0	6
People Management Department	3	3	1	2	0	10
LogiC - Logística Integrada, S.A.	2	2	1	1	0	6
Logislink - Terminal Logística, Lda.	2	2	1	1	0	6
Opertrans - Distribuição e Logística, Lda.	2	2	1	1	0	6
Finance and Management Control Department	3	3	3	0	0	7
Porto Santo Line - Transportes Marítimos, Lda.	1	1	1	0	0	4
Total	55	55	42	13	0	161

Graphically, it can be seen that most of the risks identified are at the low level, as can be seen in the graph below:



With regard to the distribution of risks by department, it can be seen that most of the risks identified, apart from those that are transversal to the entire Group (26 risks), are in the Audit and Internal Control Department (5 risks) and the Accounting Department (5 risks).




In terms of preventive and corrective measures, it can be seen that, in line with the number of risks verified by department, the largest number of measures proposed for risk mitigation are in the Audit and Internal Control Department (18 measures) and the Accounting Department (18 measures), without prejudice to those proposed for the entire Group (70 measures).

With regard to the state of implementation of measures, this assessment focuses on preventive measures, given that these are the first stage in mitigating the risks identified in Grupo Sousa's PPR.

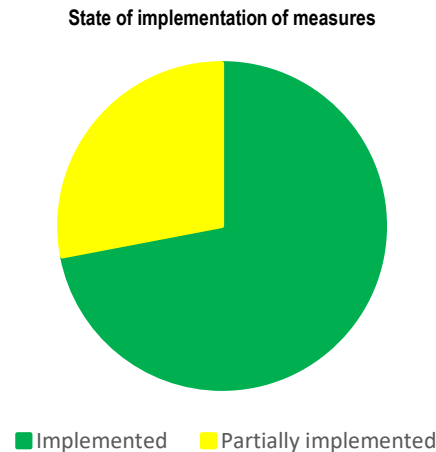
Therefore, and taking into account what was said in the section on the methodology adopted, the directors of the various departments and the different business units were asked to identify the state of implementation of the preventive measures, based on a three-level scale:

LEVEL OF IMPLEMENTATION	DESCRIPTION
● NON-EXISTENT / INSUFFICIENT	<ul style="list-style-type: none"> • The measures have not been implemented; or • Measures are not properly implemented; or • The measures are only partially implemented.
● REASONABLE / SUFFICIENT	<ul style="list-style-type: none"> • The measures are in place, but have shortcomings; or • The measures implemented are sufficient, although there is room for non-significant improvement.
● ADEQUATE	<ul style="list-style-type: none"> • The measures implemented allow the risks identified to be mitigated.

Therefore, in absolute terms, the preventive measures are mostly implemented, as shown in the table below:

DEPARTMENT	NO. OF PREVENTIVE MEASURES PROPOSED	STATUS OF PREVENTIVE MEASURES		
		 IMPLEMENTED	 PARTIALLY IMPLEMENTED	 NOT IMPLEMENTED
Grupo Sousa	70	54	16	0
Audit and Internal Control Department	18	13	5	0
Accounting Department	18	13	5	0
GSLINES - Transporte Marítimo, Lda.	10	7	3	0
ETPRAM - Empresa de Trabalho Portuário, Etp, Lda.	6	4	2	0
People Management Department	10	2	8	0
LogiC - Logística Integrada, S.A.	6	4	2	0
Logislink - Terminal Logística, Lda.	6	4	2	0
Opertrans - Distribuição e Logística, Lda.	6	4	2	0
Finance and Management Control Department	7	7	0	0
Porto Santo Line - Transportes Marítimos, Lda.	4	4	0	0
Total	161	116	45	0

It can thus be seen that 72% of the preventive measures are implemented and 28% are partially implemented.



IV. Conclusions and recommendations

In view of the above, against the backdrop of the legal requirements, and after analyzing the set of preventive measures proposed in the PPR, we conclude that Grupo Sousa:

- i) Is equipped with internal Policies and Procedures aimed at preventing the risks of corruption and related infractions, in particular:
 - a) The Code of Conduct;
 - b) The Plan for the Prevention of Corruption Risks and Related Offenses;
 - c) The Training Program;
 - d) The Conflict of Interest Prevention Policy;
 - e) The Money Laundering and Terrorist Financing Prevention Manual;
 - f) The Preliminary Risk Assessment Procedure;
 - g) The Whistleblowing and Non-Retaliation Policy.
- ii) It has an Internal Whistleblowing Channel which allows for the secure submission and follow-up of complaints submitted, in order to guarantee the completeness, integrity and preservation of the complaint, the confidentiality of the identity or anonymity of the complainants and the confidentiality of the identity of third parties mentioned in the complaint, and to prevent access by unauthorized persons;

iii) It has a formally appointed Compliance Officer, who is responsible for ensuring and monitoring the compliance program, namely reviewing the PPR, every 3 years, or whenever circumstances require, and participating in the process of drawing up (annual and interim) evaluation reports on the implementation of the PPR.

We therefore conclude that in 2023 the risk of corruption and related offenses was generally assessed as low, as a result of the set of measures implemented by Grupo Sousa.

Nevertheless, it is pertinent to make some recommendations that should serve as guiding principles for Grupo Sousa's actions on the date this report is approved:

- i) Ensure that the moderate risks identified in the PPR are mitigated by implementing the preventive measures associated with them, in accordance with the degree of priority defined;
- ii) Review the PPR in line with the reassessment of the risks of corruption and related infractions;
- iii) Investing in the continuous strengthening of internal control mechanisms with regard to the risks of corruption and related infractions.

Implementing the preventive measures identified in the PPR is an ongoing task that requires a concerted effort between the Compliance Officer and the various departments and business units of Grupo Sousa, given their cross-cutting nature.

Therefore, considering the results obtained, although most of the preventive measures have already been implemented, Grupo Sousa is committed to trying to strengthen them, in a logic of continuous improvement, and to encourage the implementation of measures that are not yet fully in force.

V. Final provisions

The Compliance Officer guarantees the publicity of this Annual Assessment Report of the Plan for the Prevention of Corruption Risks and Related Offenses to the People of Grupo Sousa, by making it available on the intranet and on Grupo Sousa's official website, within 10 days of its preparation.





GRUPO SOLSA

ANNUAL ASSESSMENT REPORT OF THE PLAN FOR THE PREVENTION
OF CORRUPTION RISKS AND RELATED OFFENSES