



# **CODE OF CONDUCT**

**Atlas Renewable Energy**  
**Legal Department**

## **Preface**

This policy applies to all companies in the Atlas Renewable Energy platform which are majority owned (collectively “Atlas”). All such companies must adopt this policy in its entirety if not prohibited by contract, statute or business conditions in which case these companies should align their existing policies with this policy, to the extent applicable. For companies in which Atlas does not have control, Atlas representatives on the boards (or the equivalent) of such companies should seek adoption of this policy and its principles.

Prohibitions in adopting this policy in whole or in part should be reported to the Atlas General Counsel promptly upon discovery.

Atlas companies may supplement the contents of this policy with additional material if the additions do not override or conflict with this policy.

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## I. A MESSAGE FROM OUR CHIEF EXECUTIVE OFFICER

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Our brand and its underpinning values is at the core of everything we do, who we are, how we behave and how we relate to the outside world:

- we act with integrity and respect
- we are passionate in all we do
- we love excellence
- we embrace opportunity
- we build for a sustainable future

Underpinning these values, this Code of Conduct sets out the most important standards and rules that Atlas and its directors, officers and employees (collectively, the “Employees”) are expected to follow and the behavior that Atlas expects its Employees to adopt.

Today’s competitive markets and the accompanying pressures to meet objectives must not be used as excuses to avoid following our ethics, either on an individual or a corporate basis. Our Employees are expected to follow the Code of Conduct, and to comply with both the spirit and the letter of the law in all jurisdictions in which we operate.

Core to our prevention efforts and to protecting our company’s integrity is the practice of transparency. We need to keep this concept top of mind and always ensure a transparent approach to how we conduct ourselves individually in Atlas. A simple directive in following the Code of Conduct is: Always do the right thing.

Ask yourself:

- Will my action violate the laws, the Code or any Atlas policies?
- Will I or others feel inappropriately obligated by the action?
- Will my objectivity or the objectivity of others be affected?
- Could the situation appear improper?
- Am I putting others in an uncomfortable ethical position by my actions?

If you cannot clearly answer “no” to all of the above questions, seek guidance -- from your supervisor, from the General Counsel or from the CEO. Our approach is preventive, so always seek early guidance before a matter becomes into a problem.

Please read and follow the Code of Conduct. We are all held accountable to this standard. Let’s be proud of cementing our company’s successes with the strong ethical values that we share as members of the Atlas family.



Carlos Barrera  
Chief Executive Officer

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## II. OUR COMMITMENT TO DO THE RIGHT THING

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We must do the right thing in the right way. We must make all business decisions with strict integrity within the law and regulatory requirements. The Code of Conduct (the “Code”) should be used as a tool to help us arrive at ethical business decisions, while emphasizing our corporate culture.

### 2.1 How to Use the Code

The Code is a resource to assist us in acting ethically and responsibly in our business environment. It is not intended to cover every issue or detail but should be used as a reference guide. As is repeated throughout the Code, when in doubt about any issue, Employees should contact their supervisor, the Legal group or the Head of Human Resources.

### 2.2 Application of the Code

Atlas and all of its Employees are expected to abide by the Code strictly and at all times. All Employees must familiarize themselves with it. As far as the nature of each relationship permits, **all principles and rules set out in the Code shall apply to the relationships Atlas has with subcontractors, agents, consultants, interns and trainees.**

The Code is not static. Our operating environment, applicable laws and managerial best practices may change. This may lead to changes or additions to the Code. These will be communicated in a timely and appropriate manner.

Atlas monitors compliance with the Code and internal practice reviews and audits may be conducted from time to time in this respect.

### 2.3 Reporting a Possible Code Violation

If an Employee is aware of a possible violation of the Code, improper accounting or financial reporting, or has a question as to whether a situation is a possible violation of the Code, he or she should contact any of the following individuals:

- Their Supervisor;
- General Counsel;
- Head of Human Resources; or
- CEO.

Atlas has a separate Whistleblower Policy with respect to reports of corporate wrongdoing, or concerns regarding malpractice. This process is separate and apart from the reporting processes mentioned above. It is intended to be used where an employee has serious and justifiable doubts about the willingness and ability of his or her supervisor to act appropriately on such information.

## **2.4 Investigation of a Possible Code or Accounting Violation**

All reports will be investigated; however, if a reporting person chooses to remain anonymous, the scope and outcome of the investigation may be impacted. It is important that reporting persons not conduct their own investigations. Investigations of alleged violations may involve complex legal issues, and Employees acting on their own may compromise the integrity of the investigation.

## **2.5 For Guidance on the Code**

If an Employee has questions about the Code or the issues covered by the Code or if he or she needs guidance regarding a business practice, he or she should contact any of the following:

- Their Supervisor;
- General Counsel; or
- Head of Human Resources.

## **2.6 Retaliation Is Prohibited**

No one will be subject to retaliation or reprisals because of a good faith report of suspected misconduct (including a report made pursuant to the Atlas Whistleblower Policy). Atlas will not tolerate any harassment or intimidation of anyone who makes a report in good faith.

## **2.7 Consequences of Violating the Code**

Atlas uses every reasonable effort to prevent the occurrence of conduct not in compliance with the Code and to halt any such conduct that may occur as soon as reasonably possible after its discovery. Violation of the Code subjects the Employee to disciplinary action, including, but not limited to, possible suspension or termination of employment and such other action as Atlas believes to be appropriate under the circumstances.

The Human Resources Department shall be involved in decisions regarding follow-up or disciplinary actions to drive consistent administration of disciplinary actions across the organization, while taking into consideration the unique characteristics of a particular situation.

## **2.8 No Rights Created**

The Code is a statement of the fundamental principles and key policies and procedures that govern the conduct of the company's business. It is not intended to and does not create any rights in favor of, or any obligations to, any director, employee, client, supplier, competitor, stockholder or any other person or entity.

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### **III. COMMITMENT TO THE COMPANY**

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#### **3.1 Financial Integrity and Compliance with the Applicable Law**

Every Atlas company and its Employees should make sure to act with financial integrity in all circumstances.

All the books and records of companies within Atlas should reflect transactions in conformity with all applicable local and international accounting principles. Misrepresentation, false statements, forgery, backdating or other deliberate acts resulting in inaccurate records or financials are not permitted and will not be tolerated.

The transparency and accuracy of written records and verbal statements utilized in the company's financial reporting processes along with clear and understandable financial reporting are critical to the company's success and reputation.

#### **3.2 Protection and Proper Use of the Company Resources**

Atlas' assets are to be used in a responsible and professional manner at all times. These assets include, but are not limited to, equipment, supplies, real estate, tools, inventory, funds in any form, computer systems and software, intellectual property, confidential or sensitive information, and voice and electronic mail communications. We have a duty to protect Atlas' assets from misuse, theft, loss, damage or infringement. Any use of these assets other than for Atlas' business (e.g. personal use, community or charitable endeavours) should be avoided and requires express authorisation by local management.

The use of Atlas' assets for personal gain or illegal purposes is prohibited. Any case that may objectively be ambiguously construed as such this must be informed immediately up the management chain for transparency.

Employees must always use the correct headed paper, forms, brochures, etc. Headed paper and forms, bearing the logo of Atlas Renewable Energy are to be used solely for business purposes and may not be handed out blank to clients or third parties.

Events and presentations in the name of Atlas Renewable Energy and the use of its logo are permitted only for business purposes.

#### **3.3 Computer and Communication Resources**

Our computer and communication resources (including but not limited to telephones, computers, electronic networks, email, long-distance services, cellular phones, technical support services, etc.) are the property of Atlas. They are intended for business use and should be used in good faith and in full compliance with the law.

- All data created, received, or sent with the company's systems is the property of Atlas.
- Atlas reserves the right to destroy files without notice. Users should expect files that are not relevant to Atlas' business to be deleted without chance of restoration. All file destruction and

retention decisions shall be carried out in accordance with the company's Record Retention Policy.

- Users should have no expectations of privacy when using the company's systems.
- Atlas reserves the right to access all stored email messages, voice mail messages, data and other information at any time and without the user's prior knowledge or consent.
- It is expressly prohibited to access or store illegal, offensive or inappropriate materials of any kind on an Atlas computer.
- Employees must protect the confidentiality of the company's information. Before an IT asset is donated, all company data must be removed.
- Software may not be copied for other kinds of business or home use, or shared with others unless an appropriate license is executed.
- User passwords must comply with requirements and directives communicated by the company from time to time. It is important to safeguard passwords and follow all directions concerning systems security. Users are solely responsible for the protection of their passwords. Passwords are not to be shared by two or more people. Security is the responsibility of all who use the company's computer and communication resources.
- Employees must respect the confidentiality of other people's electronic communications and data. We must not attempt to hack into third party systems, read other people's logins or "crack" others' passwords, or breach computer or network security measures.
- Employees may not connect incompatible equipment to the company's communication services and equipment.
- Users must not use any files or software that has been infected with a virus. If an Employee believes that they have received a virus, they should immediately notify the IT representatives in Atlas to remove the virus and alert those who may have received a copy and are at risk of being infected. Employees may not install any personal software on the company's computers.

Use of company-provided access to the internet is intended to be primarily for the company's business-related purposes. However, within reasonable limits, computer and communication resources may be used for personal reasons so long as:

- The user practices prudence and good judgment;
- It does not affect the user's productivity or interfere with work duties;
- It does not reflect negatively on Atlas;
- It does not involve any illegal, offensive or inappropriate materials of any kind; and

- Any personal correspondence or communication does not appear to be an official communication of Atlas.

Atlas reserves the right to review and/or monitor use of its computer and communication resources, including communications or other information that may be transmitted by or stored or contained in computer and communication resources. Therefore, Employees should not use company computer and communication resources for personal use with the expectation that the information will remain confidential. If an Employee wishes to keep personal information private, it should not be created, transmitted or stored on the company's systems.

### **3.4 Confidential and Proprietary Information**

Atlas is and remains the owner of all information created by its Employees during their employment by Atlas that relates to the business, goods, or services of the company, irrespective of where such information is stored or maintained, e.g., in electronic form on Atlas or Employee computers, in paper format, or on CDs, diskettes or other transportable media.

Employees must be aware of their duty to protect our trade secrets, confidential and proprietary information, and any such third-party information that our suppliers, Employees and customers have entrusted to us. This information is a valuable company asset. Trade secrets and confidential or proprietary information should never be discussed in public places, disclosed to Employees (or others) who do not have a need to know, or used in an unlawful or unauthorized manner. Failure to protect this information can lead to legal actions, damage Atlas' reputation, and impair our competitive position.

In general, confidential and proprietary information includes information that has not been disclosed to the public and gives Atlas an advantage over competitors and could cause harm if disclosed inappropriately.

Confidential and Proprietary Information may include:

- Technical, business, financial or other information that might be of use to competitors, of interest to the press, or harmful to Atlas or its customer's or suppliers if disclosed;
- Information about the company's financial condition, prospects or plan and information relating to mergers, acquisitions and divestitures;
- Information about potential transactions with other companies and information about our suppliers, customers or joint venture partners which Atlas is under an obligation to maintain as confidential;
- Discussions and deliberations relating to business issues and decisions; or
- Employee information and records.



If an Employee is unsure about whether information should be treated as confidential or proprietary, they should consult with their supervisor or the Legal group. An Employee's obligation to treat information as confidential does not end when they leave Atlas. Upon the termination of their relationship with Atlas, Employees must return everything that belongs to Atlas or to its suppliers, customers, business partners or employees, including all documents and other materials containing confidential or proprietary information. Employees must not disclose confidential or proprietary information to a new employer or to others after ceasing to be an Atlas Employee.

Likewise, Employees may not disclose a previous employer's confidential information to Atlas, although they may use general skills and knowledge acquired during their previous employment.

### **3.5 Conflicts of Interest**

At Atlas, we make our business decisions based on what is in the best interest of the company, not on personal considerations or relationships.

Employees should avoid conflicts of interest in performing their day-to-day business activities, as well as in other outside non-professional activities. A conflict of interest arises when an Employee has a personal or business interest that interferes with or influences their independent judgment and objectivity in the best interest of Atlas. Employees should avoid situations that may place or appear to place their personal or business interests in opposition to the best interests of Atlas. In addition, the mere perception of a conflict of interest must be avoided. Perception can be just as damaging to Atlas' reputation and that of the Employee, as any real conflict.

An Employee faces a conflict of interest when the Employee's personal relationships, interest in another venture or participation in external activities influences or could be perceived to influence the Employee's decisions.

Determining whether a conflict exists is not always straightforward, and not all conflicts can be avoided. However, every Employee has a strict duty to disclose to the General Counsel any actual conflict of interest that arises. When in doubt regarding a situation that may be, or may appear to be, a conflict, it is best to disclose and seek guidance. Here are some guidelines to help identify and avoid conflict situations:

#### **A. Outside Employment in General**

Any outside employment, activity or service that an Employee performs must not harm or interfere with their job performance at Atlas. Therefore, Employees should not be involved in outside business interests that inappropriately divert time and energy from their duties for Atlas or that require work during the workday.

## **B. Outside Employment or Directorships with Competitors, Customers and Suppliers**

Employees may never be employed by, serve as a director of, or represent a competitor of Atlas. Without prior written approval from the General Counsel, we cannot be employed by, serve as a director of, or represent a supplier or service provider of the company or a customer of the company.

Consult with the General Counsel on situations with competitors, customers and suppliers that may be, or appear to be, in question or raise a conflict issue in your mind.

In light of their other relationships, from time to time directors may have business dealings with competitors. Directors should take special care in their relationships with competitors to ensure that their obligations to Atlas are not compromised. Any such relationships should be disclosed to the Chairman of the Board of Directors.

## **C. Investments**

Employees, who directly or indirectly hold or acquire a stake in a competitor company, must disclose this fact to the General Counsel if this stake gives them influence over the management of the company. It can be assumed, as a general rule, that the possibility of exerting influence on the management exists when the stake exceeds 5% of a competitor company's total capital. Directors should disclose such ownership to the Chairman of the Board of Directors.

Employees who directly or indirectly hold or acquire an interest in an Atlas business partner or a company in which Atlas has ownership shares also must disclose this fact to the General Counsel if they have dealings with the business partner or company in the course of their official duties or if they will hold a position in that company. For shares in listed companies, this applies only if the interest exceeds 5% of total equity. Directors should disclose such ownership to the Chairman of the Board of Directors.

Once an interest in a third-party company has been disclosed, Atlas may take suitable measures to eliminate any conflict of interest.

Employees should not (i) participate in initial public offerings of debt or equity or (ii) accept special investment opportunities from suppliers, vendors or customers if in either situation, the general public does not have access to the same information without first disclosing this information to, and seeking guidance from the General Counsel.

## **D. Family Members and Close Personal Relationships**

Conflicts of interest often arise when doing business with or competing with a company in which our family or friends have an investment or employment interest. Employees cannot influence Atlas to conduct business with a company in which they or their family member or friend has an interest. In the event such a relationship exists, it must be disclosed to the supervisor, HR Director and General Counsel, and they may not participate in the company's decision to do business with the related entity or participate in any decisions relating to the terms or conditions of such transaction.

## E. Employment of Closely Related Persons

Candidates for employment at Atlas are expected to inform the hiring supervisor or Human Resources of relatives or household members who work for Atlas. Similarly, Employees of Atlas are expected to inform the hiring supervisor or Human Resources if they are aware that relatives or household members are interviewing for employment at Atlas.

Employees who are in a management or supervisory position may not supervise or have control over one of their relatives or someone with whom they are in a relationship. In addition, related Employees will not share responsibility for control or audit of the same assets or audit the work of one another.

## F. Business Arrangements with the Company

Atlas employees may not participate in a joint venture, partnership or other business arrangement with Atlas without prior written approval from the Chief Executive Officer. Directors must obtain prior written approval from the Chairman of the Board of Directors.

## G. Improper Personal Benefits from the Company

Neither we nor members of our families may accept any benefits from Atlas that have not been duly authorized and approved in line with company policies.

## H. Gifts, Meals, Services & Entertainment

Giving and receiving gifts, meals, or entertainment is an important means of building and maintaining legitimate business alliances. It is important to be sensible when accepting gifts, meals or entertainment in order to maintain trust and integrity with our business associates. Atlas Employees should never accept a gift, meal, service or entertainment that might be intended to influence or appear to compromise their business decision. **Employees should never give or receive cash as a gift.**

Gifts, meals, services or entertainment, either given or received, with a **value between US \$200 and US \$500 per person should be reported** to the General Counsel and be included on the Atlas Gift List.

Gifts, meals, services or entertainment with a **value of over US\$500 per person should not be accepted until approved** by the Chief Executive Officer (or by the Board of Directors, if to be provided to the Chief Executive Officer, or by the Chairman of the Board of Directors if provided to a director) and be included on the Atlas Gift List. If it is not practicable to obtain such prior approval (e.g., a gift arrives in the mail or is presented in a public forum), Employees should request approval to retain the item as soon as possible after receiving it.

**Notwithstanding the foregoing, any gifts, meals, services or entertainment provided to or from Government Officials must comply with the rules set out in the Atlas Anti-Bribery and Anti-Corruption Policy regardless of the value of the gifts, meals, services or entertainment.**

In light of their other relationships, directors may receive gifts or business courtesies not related to their service to Atlas. This Code section covers only those gifts, meals or entertainment received in connection with directors' service to Atlas.

### **I. Bribes and Kickbacks**

Giving or receiving any payment or gift in the nature of a bribe or kickback is strictly and absolutely prohibited and is subject to criminal prosecution under the applicable law.

### **J. Solicitation and Distribution of Materials**

Employees should be careful before soliciting contributions or other support from coworkers, suppliers or service providers to be certain that they are not improperly or unfairly pressuring such individuals.

### **K. Corporate Opportunities**

Employees owe a duty to Atlas to advance its legitimate business interests when the opportunity to do so arises.

Employees may not use corporate property, information or position for their personal gain. Employees may not participate in a business or investment opportunity discovered using Atlas property or information or by virtue of their position at Atlas without the prior written approval of the General Counsel, or in the case of the Chief Executive Officer or a director, the Board of Directors.

### **L. Insider Trading and Tipping**

Employees are not permitted to trade any securities while in possession of material non-public information they have learned in the course of their duties with Atlas ("Insider Trading"). In addition, Employees may not disclose such information to others who might trade securities based on that information ("Tipping").

### **M. What Is Material, Non-Public (Or "Inside") Information?**

- Material information is any information – positive or negative – about a company that may influence an investor to buy, sell or hold securities.
- Non-public information is information about a company that has not been disseminated to the public.

Material Information might include:

- Financial information that deviates from market expectation;
- Information on acquisitions or dispositions;
- Senior management changes;

- Important litigation information;
- Unannounced dividend information;
- New product information;
- Contract information;
- Sales results; and
- Upcoming plans to issue securities.

Employees are expected to act responsibly when trading securities to ensure that trades are not made while in possession of material non-public information. Specifically, the Employee should in any event avoid:

- buying, selling or otherwise trading shares or other securities while being in possession of insider information
- disclosing insider information about a company to any other person, including family members, friends or colleagues, where that information may be used by the other person to trade in the company's securities
- recommending or suggesting that anyone else buy, sell, retain or otherwise trade in shares or other securities of any company while having insider information about the company, and/or
- providing access to insider information when it does not meet the strict need-to-know requirement.

For any clarification, please speak directly with the General Counsel.

### **3.6 Record Retention**

Atlas is committed to compliance with all applicable laws and regulations relating to the preservation of records.

The company's Record Retention Policy identifies documents to be retained and destroyed on a legal, systematic and regular basis. Compliance with our Records Retention Policy is mandatory. Under no circumstances are records of Atlas to be destroyed selectively or to be unilaterally maintained outside the company's premises or designated storage facilities. The Record Retention Policy is subject to any applicable court orders that limit our ability to destroy documents.

If an Employee learns of a subpoena, or a pending or contemplated litigation or government investigation, they should immediately contact the General Counsel. Employees must retain and preserve all relevant Records including those that, without intervention, would automatically be destroyed or erased (such as emails and voice mail messages) until they are advised by the Legal group on how to proceed. Destroying or altering a document with the intent to impair the document's integrity or availability for use in any potential official proceeding is a crime. Any

suspicion that Atlas' Records are being improperly altered or destroyed should be reported to the General Counsel immediately. Destruction of such Records, even if inadvertent, could seriously prejudice the Employee and/or Atlas. If an Employee has questions regarding whether a particular Record pertains to an investigation or litigation, or may be responsive to a subpoena, they should preserve the Records in question and ask the Legal group for advice.

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## **IV. COMMITMENT TO CORPORATE AND SOCIAL RESPONSIBILITY**

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### **4.1 Respecting Each Other**

We promote a diverse, cooperative, transparent and productive work environment.

In our relationships with each other, we strive to be open, honest, and responsible in sharing our ideas and thoughts, and in receiving input. We have a special responsibility to foster a workplace that supports honesty, integrity, respect and trust.

### **4.2 Privacy**

We respect the privacy and dignity of all individuals.

Employees who are responsible for maintaining personal information or are provided access to such information must not disclose private information in violation of applicable law or in violation of the company's policies.

Atlas collects and maintains personal information that relates to employment, including medical and benefit information. Special care is taken to limit access to personal information to Atlas personnel with a need to know such information for a legitimate business purpose.

Employees should not search for or retrieve items from another Employee's workspace without prior approval of that Employee or management.

### **4.3 Public Statements and Communications**

Employees should always be aware that any statements made, whether in a formal or informal setting may have an impact on Atlas and may create an incorrect perception harmful to our image. Employees should consider whether the statements made are necessary, appropriate and accurate.

All communications with the media and the broader public need prior approval of the Marketing Coordinator, the GM of the country AND the CEO.

This includes publications from Employees in magazines, newspapers, website commentary etc. It also includes any communication with radio, television or other types of media.

Communication with local supervisory authorities and professional organizations is the responsibility of local management. Any enquiries from such bodies should be notified immediately to the Legal group.

### **4.4 Equal Employment Opportunity and Nondiscrimination**

We are committed to a cooperative and productive work environment that supports the cultural and ethnic diversity of our workforce.

- We provide equal employment opportunity to all qualified Employees and applicants.

- We do not discriminate on the basis of race, color, gender, sexual orientation, cultural difference, language, religion, national origin, marital status, political opinion, age, disability or veteran status in any personnel practice, including recruitment, hiring, training, promotion and discipline.
- We take allegations of discrimination seriously and enforce our policies.

All concerns that are raised regarding the Code will be addressed and investigated by our Human Resources group.

Incidents of discrimination should be promptly reported to the Human Resources group. Atlas will take prompt and appropriate action to prevent and, where necessary, discipline behavior that violates the Code. Any Employee, who is found responsible of using discriminatory conduct, or retaliating against any individual for reporting a claim of discrimination, will be subject to disciplinary action, including possible discharge.

#### 4.5 Workplace Safety & Health

We are committed to providing a safe and clean work environment for the wellbeing of all our Employees.

Everyone has a responsibility to comply with all applicable laws and regulations regarding the safe design, construction, maintenance and operation of our facilities.

It is the responsibility of our Employees to perform their work and to conduct our operations in a safe manner.

#### 4.6 Weapons

NO weapons are to be brought into the workplace for any reason. **Requests for specific exceptions for the security and safety of the workplace should be directed to the Chief Executive Officer.** Atlas will not tolerate any level of violence in the workplace or in a work-related setting.

#### 4.7 Drugs & Alcohol

Atlas enforces a drug-free and alcohol-free work environment.

Employees may not possess, use, sell, purchase or attempt to possess, use, sell or purchase any illegal drugs on our premises or while performing our business on or off the premises.

Employees may not be under the influence of alcohol or drugs while on Atlas property.

Atlas may conduct pre-employment drug testing as a condition for employment.

Atlas reserves the right to conduct random drug testing of Employees especially in light of the nature of our operations.



## 4.8 Harassment

We strictly prohibit any form of harassment in the workplace.

Harassment includes, but is not limited to: epithets; slurs; negative stereotyping; threatening, intimidating or hostile acts; or conduct that degrades or shows hostility or hatred toward an individual because of race, color, national origin, religion, gender, sexual orientation, cultural difference, language, marital status, political opinion, age, disability, or veteran status.

Examples of harassment include:

**Verbal:** Unwelcome comments, jokes or slurs of a racial or sexual nature.

**Physical:** Unnecessary touching, impeding or blocking movement, hitting, etc.

**Visual:** Derogatory or offensive posters, cards, cartoons, graffiti, drawings, emails or gestures.

Incidents of harassment should be promptly reported to the Head of Human Resources or the General Counsel. Atlas will take prompt and appropriate action to prevent and, where necessary, discipline, behavior that violates this Code. Anyone who is found to be responsible for harassment, or for retaliating against any individual for reporting a good faith claim of harassment or for cooperating in an investigation, will be subject to disciplinary action, including possible discharge.

## 4.9 Environmental Protection

Atlas is committed to conducting its business in a responsible manner that protects human health and the environment through observance of all applicable laws and regulations.

Fundamental to the implementation of the Code is the monitoring and assessment of compliance with laws, regulations and the company's policies. Performance data and compliance information must be reported accurately, fully and in a timely manner to the appropriate Atlas personnel.

We should:

- Abide by both the letter and the spirit of all environmental and worker protection laws, regulations and obligations;
- Report unsafe or unhealthy work conditions to management;
- Report known or potential environmental or safety noncompliant situations to management;
- Act upon and resolve unsafe, unhealthy and potential non-compliant situations in a reasonable and timely manner;
- Obtain appropriate permits prior to commencement of work activities, such as environmental permits and permit-to-work;
- Promptly report releases and spills that may harm the environment or public health or that meet company or regulatory reporting requirements;

- Create and maintain records that accurately reflect and demonstrate Atlas' compliance with environmental and safety obligations;
- Conduct the appropriate level of due diligence when conducting environmental and safety duties;
- Assess environmental impacts and conduct hazard risk reviews of all new projects and expansions;
- Use resources responsibly; and
- Minimize waste generation and recycle materials when appropriate and available.

#### **4.10 Laws, Rules and Regulations**

Our success depends on each of us being accountable for complying with all applicable laws, rules, regulations and other legal obligations.

All Employees have a duty to familiarize themselves with the guiding principles set out in the Code. In addition, they need to make themselves familiar with any applicable laws and external and internal regulations that apply to their job duties. Due to the global nature of the business of Atlas, inappropriate conduct in one country can have an effect and potentially lead to issues in other countries too. If Employees feel that this might be the case, they can contact their local management or the General Counsel for guidance.

Many resources are available to Employees to become familiar with the laws, rules and regulations that apply to their scope of responsibility within Atlas. Employees must also take the initiative to learn about the laws, rules and regulations that affect our business.

Employees should:

- Be aware of laws, rules and regulations that affect our daily job responsibilities;
- Attend training on those laws, rules and regulations; and
- Consult with the appropriate supervisor or the Legal group on any questions about the existence, applicability or interpretation of any law, rule or regulation.

#### **4.11 Interacting with Governments**

##### **A. Political Contributions and Political Affairs**

The Atlas Anti-Bribery and Anti-Corruption Policy contains prohibitions on making political contributions.

Employees are free outside of the workplace to express their views on public affairs through political or non-political measures of their choice and engage in partisan political activities, including making personal political contributions in accordance with applicable law. Employees should make clear that the views expressed are their own and not those of the company. Atlas

will not pay an Employee for any time spent running for public office, serving as an elected official, or campaigning for a political candidate. Atlas will not compensate or reimburse an Employee, in any form, for a political contribution that they intend to make or have made. Violation of federal and state election laws or other applicable domestic or local laws is strictly prohibited.

If a government official contacts an Employee regarding a political contribution from any Atlas company, they should refer the call to the General Counsel.

#### **4.12 Corrupt Practices**

Atlas prohibits bribery and corruption. All Employees should ensure that they are aware of their obligations and responsibilities under our Anti-Bribery and Anti-Corruption Policy. Compliance with our Anti-Bribery and Anti-Corruption Policy is mandatory.

Employees should not engage in money laundering or other corrupt practices and should report unusual transactions.

The term 'money laundering' refers to the process whereby an attempt is made using legal or illegal financial market instruments to conceal the source or the proceeds of criminal activity and to introduce such proceeds into the legitimate financial system.

Every Employee must adhere to the following principles:

- Employees should be aware of the trade embargos that may be imposed on specific countries, either by the United Nations or other countries. If a trade embargo applies, it means that it is either prohibited or restricted to trade with the country to which the trade embargo applies. In all cases where a trade embargo is imposed, it is prohibited to assist clients to conduct trade or to transact, either directly or indirectly, with the country under embargo. Any intention to trade or transact with a country under embargo should be denied and notified to the Legal group.
- Employees may not participate or assist in any transfers which violate or aims at avoiding exchange control restrictions
- the presence of Employees at discussions between suppliers and third parties or the holding of discussions on Atlas premises could be (mis)construed as an indication that Atlas is in agreement with or even supports the actions of a certain party. Employees should distance themselves clearly and at an early stage, if they suspect or become aware that the matters discussed may give rise to corrupt practices and report this to local management as an incident.

#### **4.13 Compliance, Administration and Training**

It is a condition of continued employment by the Company that each Employee comply with this Code. All Employees are required to complete the Code of Conduct course and corresponding certification pertaining to such on an annual basis.



## Diversity & Inclusion Policy

**ATLAS RENEWABLE ENERGY**

Diversity & Inclusion Comitee

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## I. INTRODUCTION

Atlas Renewable Energy (“we,” “us,” and/or “Atlas”) is a company committed to accelerating transformation towards clean energy by developing, building, and operating large-scale renewable energy projects in the LatAm region. Atlas is based in the United States and, as of this date, has operations in Brazil, Chile, Mexico and Uruguay. As such, we strive to create an inclusive environment that embraces diversity, fosters inclusion, and fights against any form of discrimination.

We believe that valuing diversity and inclusiveness is a competitive differentiator which enable us to achieve our vision to create unmatched value for all of our stakeholders, including but not limited to, our colleagues, collaborators, business associates, suppliers, communities, clients, and future generations. For this purpose, we have built a strong anti-discrimination policy, which means that not only we do not discriminate on grounds of gender (including gender identity and/or gender expression), ethnicity, race, religion or belief, culture, nationality or national origin, language differences, sexual orientation, physical, mental and development abilities, biotype, political affiliations, socio-economic status, age, marital status, or any other, but also, that we are **actively against any form of discrimination** – silence is not an option for Atlas.

## II. SCOPE

This Diversity and Inclusion Policy (the “D&I Policy”) applies to all Atlas’s employees, as well as all consultants, advisors, agents, representatives, and business associates that are acting on behalf of and in direct representation of Atlas. It is intended to complement local statutory provisions, and Atlas’s Staff Handbook and Code of Conduct, as applicable

## III. D&I POLICY STATEMENT AND REQUIREMENTS

Atlas embraces and supports our employees’ differences in gender (including gender identity and/or gender expression), ethnicity, race, religion or belief, culture, nationality or national origin, language differences, sexual orientation, physical, mental and development abilities, biotype, political affiliations, socio-economic status, age, marital status, and any other characteristic not listed previously, that makes each of us unique.

### III.A OUR COMMITMENT

Our commitment to diversity and inclusion aligns with our values of people and respect, and it is reflected in our global Staff Handbook and Code of Conduct. Diversity and inclusion are sponsored at Atlas’s leadership levels and initiatives are applicable — but not limited — to our practices and policies on recruitment and selection, compensation and benefits, professional development and training, promotions, transfers, social and recreational programs, layoffs, terminations, and the ongoing development of a working environment built on the premise of equity that ensures:

- A diverse and inclusive culture is recognized as a business goal, with every level of the organization being accountable.

- Communication is open and respectful between all employees regardless of their area or level.
- Insights of diverse groups and different points of view are sought, encouraged, and welcomed; employees are embraced in their uniqueness and not alienated or excluded because of differences in cultural norms.
- An environment where employees feel that their unique backgrounds and characteristics are considered to promote equity and equal access to opportunities, ensuring no discrimination will be an obstacle to professional growth.
- A compensations and benefits strategy is available to promote and enhance co-parental responsibilities and parental leaves, which applies to heterosexual, homosexual and mono-parental families.
- Inclusive behaviour and ever-growing diversity, especially intersectional diversity of our workforce is visible at every level of the organization and in every business area.
- Employees are constantly trained and mentored to be aware of their own unconscious and conscious biases and to prevent these from manifesting themselves at work.
- In respecting and valuing the diversity among our employees, and all those with whom we do business, managers and

employees are expected to ensure that there is a work environment free of and against all forms of discrimination, and harassment.

- No kind of harassment, mobbing and/or inappropriate jokes or behavior will be tolerated.
- Diversity and Inclusion within our business partners, contractors, consultants, and suppliers is encouraged and shall be taken into consideration when engaging in activities with third parties.

### iii.B MANAGERS RESPONSIBILITY

Atlas's managers shall have the duty and responsibility to:

- Implement this D&I Policy as part of their day-to-day management of employees and stakeholders and apply policies and practices in a fair and equitable way.
- Recognize unacceptable behavior and take immediate appropriate action.
- Promote an active inclusive and anti-discrimination work environment, culture, and language to avoid stereotypes and unconscious biases.
- Mentor direct reports and others who they deem appropriate to correct and promote a respectful and open environment, communication, and behaviors.
- Actively participate in and promote all mandatory trainings and activities promoting diversity and inclusion.
- Take advantage of all benefits, without withholding any such benefit to anyone; and, rather, to promote this behavior amongst their direct reports.

### iii.C EMPLOYEES RESPONSIBILITIES

Atlas's employees shall have the duty and responsibility to:

- Implement this D&I Policy in their day-to-day work and their dealings with colleagues, communities, and business partners.
- Actively participate in and implement/put in practice all mandatory trainings regarding diversity and inclusion within Atlas.
- Notify their line manager, senior manager and/or use the reporting mechanism provided in Section VI of this D&I Policy regarding any concerns, potential violations to this D&I Policy or situations related to the conduct of other employees, managers and/or business partners.

## IV. DIVERSITY AND INCLUSION COMMITTEE

Atlas has recognized the value of allowing groups of employees with common interests to formalize their professional relationship by promoting the creation of a Diversity & Inclusion Committee (“**D&IC**”). The D&IC is a welcoming space in Atlas, everyone can join and participate on a



voluntary basis, sharing personal experiences, concerns, and initiatives to achieve our common goal. The D&IC has its own governance structure and independence from the rest of Atlas's areas. The D&IC may request its own budget to implement certain activities that are deemed appropriate by its own members, and that do not already correspond to other functions, pursuant to Atlas's internal policies and guidelines.

The D&IC can provide cultural expertise, and personal or group insights to Atlas's employees and businesses in ways that can enable the company to improve recruiting and retention, build cultural competence and leadership effectiveness, facilitate relationships

between our organization and external suppliers and constituencies, as applicable, and support specific business projects and initiatives.

## **V. RELATIONSHIP WITH THIRD PARTIES**

Atlas shall use their commercially reasonable efforts to engage with third parties that respect and embrace Diversity & Inclusion initiatives and our D&I Policy. Third Parties partners shall acknowledge the principles set forth in this D&I Policy and recognize that these constitute an important factor for engaging in any business relationship with Atlas.

For this purpose, and to the extent it is possible, in order to promote and ensure that we are consistent with our goals and business practices, when contracting with any kind of third party for the provision of services for any amount above USD10,000 (or the equivalent in R\$, CLP and MXN\$), considering the full amount of the engagement, including, but not limited to, construction, financial and/or legal advisors, auditors, and/or IT Services, the manager in charge of such engagement process shall require certain information about diversity regarding the team that will be working for such engagement and the company in general. This request can include the disclosure of the composition and representation of diversity groups as team members, the D&I initiatives and policies implemented by the third party, among others.

This information will be considered as an important factor for making our hiring decision.

## **VI. REPORTING SYSTEM AND ACCOMODATIONS**

### **VI.A REPORTING SYSTEM**

If an employee believes that he or she are being subject of discrimination in any form, or has witnessed an act or violation to this D&I Policy, the employee should report the facts of the incident in accordance with the procedures set forth below:

#### **a) Direct Reporting**

If the report is related to a violation of this D&I Policy the employee can approach the corresponding People Department representative (local and/or regional), General Counsel, General Manager and/or direct supervisor.

#### **b) Helpline Web-based Reporting**

In addition, employees may report the matter through an independent, confidential and secure Reporting System called IRIS. The service will be available 24 hours a day, and in three languages: English, Spanish and Portuguese.

For telephone reports the following toll-free numbers are available:

- United States: 1-800-469-1809
- Chile: 800 914 453
- Mexico: 800-099-1575
- Brazil: 0800-200-3522

For reports via web platform, the following links are available:

- IRIS in English: <https://www.atlasrenewableenergy.com/en/contact/iris/>
- IRIS in Spanish: <https://www.atlasrenewableenergy.com/contacto/iris/>
- IRIS in Portuguese: <https://www.atlasrenewableenergy.com/pt-br/contatenos/iris/>

## VI.B ACCOMMODATIONS

Atlas respects the needs that any and all employees may have regarding cultural traditions or practices, religious beliefs, disabilities, biotypes, life stage or age, amongst others, and will make, on request, accommodation for such observances when a reasonable accommodation is available that does not create an undue hardship on the company's business.

### a) Requesting a Religious or Cultural Accommodation

An employee whose religious beliefs or cultural practices conflict with his or her job, work schedule, or with other aspects of employment, and who seeks a religious or cultural accommodation should make a request for the accommodation to People's manager. The request should include the type of religious conflict that exists and the employee's suggested accommodation.

### b) Special Accommodations

Atlas values the contributions of persons with differing abilities and biotypes. We are committed to the inclusion of persons with special needs in our workforce. We do not discriminate on the basis of any known mental or physical condition that is protected by law, a history of disability, a perceived condition or an association with someone with a known condition for which will require special accommodations. Our policy applies to job application procedures, hiring, termination, professional development within the company, compensation, job training, relocation, and other aspects of employment. We recognize that at some time during the employment relationship an employee may require a reasonable accommodation to perform the essential functions of such employees' work.

### c) Requesting a Disabilities Accommodation

Requests for accommodations are voluntary and **confidential**. If an employee requires an accommodation during the employment relationship, such employee shall inform their manager and/or People. We will work to determine whether an accommodation will enable such employee to perform the essential functions of his or her work. Additionally, there may be times when we recognize that a particular employee may need an accommodation and will offer one accordingly. An employee may obtain a description of his or her position for such employee's physician's review upon request to the employee's manager or People.

An employee may be requested, on a voluntary and confidential basis, to provide information from such employee's doctor to determine what reasonable accommodations may be available to the latter. **Any information provided will remain confidential.**

## VII. CONSEQUENCES OF VIOLATING THE D&I POLICY

Atlas will make every reasonable effort to prevent the occurrence of a misconduct or violation of this D&I Policy and to halt any such conduct that may occur as soon as reasonably possible after its discovery. Violation of the D&I Policy subjects the employee to disciplinary action, including, but not limited to, possible suspension or termination of employment and such other action as Atlas

believes to be appropriate under the circumstances.

The People Department shall be involved in decisions regarding follow-up or disciplinary actions to drive consistent administration of disciplinary actions across the organization, while taking into consideration the unique characteristics of a particular situation.

Employees are protected from retaliation for opposing unlawful discrimination practices, for having in good faith reported any event pursuant to the above, and/or for having assisted another employee to report an event.

#### **VIII. POLICY REVIEW**

This Policy will be reviewed annually or as it is deemed appropriate.