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**CODE OF ETHICS
AND CONDUCT**

of Caja Navarra



PIONEERS IN CIVIC BANKING

CODE OF ETHICS AND CONDUCT

of Caja Navarra

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Introduction

The present Code of Ethics and Conduct, which constitutes the set of basic principles of action and rules of professional conduct for all those working in the Caja Navarra Group, was passed by the Board of Directors of Caja de Ahorros y Monte de Piedad de Navarra (hereafter, "**Caja Navarra**") at a meeting held on the 27th of October 2006.

Caja Navarra and its Business group has always had a set of rules of action and conduct which have defined its company culture. Of these rules of conduct, Caja Navarra places maximum priority on:

- The principles of equal opportunities and non-discrimination for reasons of race, religion, age, nationality, gender, ideology or any other social or personal condition beyond merit and ability.
- The quality of service and customer service, understood as the ultimate objectives which all those working at Caja Navarra must pursue.
- Respect for the rights of all those working in the Caja Navarra Group and of these, the right to a suitable policy of prevention of risks in the workplace.
- Not to permit any form of violence, harassment or abuse at work.
- To encourage the integration of people with disabilities or handicaps into the workplace, eliminating all types of barriers in the company sphere to facilitate their incorporation.
- The promotion of intellectual capital.
- The development of professional training and careers, safeguarding the work-life balance of those working in the Caja Navarra Group.

- The promotion of team work.
- To facilitate the participation of those working in the Caja Navarra Group in the company's social action programmes.
- Transparency in the organisation.

The Caja Navarra Group understands that it is necessary that all those forming part of the business project of the Bank and its Group adopt these values as their own, putting them into practice on a day-to-day basis and following organisational models like the current one, in which customer service is the axis of our work.

General principles

The general principles which will govern the actions of those working in the Caja Navarra Group are:

Customer service

Those working in Caja Navarra and its Business Group must identify the needs of its customers in order to offer them the best solutions through a lasting relationship based on trust.

The products and services offered to customers must fall in line with their investor profiles, created in accordance with the criteria provided by Caja Navarra and the information provided by the customers themselves.

Excellence in terms of quality in customer services is the foremost of our strategies. Quality in the services which customers use, quality in the financial products they are offered and quality in control systems.

Caja Navarra's mission is customer satisfaction through a system of products and services which makes their needs and financial preferences as profitable as possible.

Corporate governance

The objective of Caja Navarra and its Business Group is to be at the vanguard of the country's best practices in the field and to achieve transparent, effective administration, in which the interests of customers and main stakeholders are represented.

Corporate Social Responsibility

Caja Navarra and its Business Group undertakes to create environmental, social and economic value for all the groups it deals with. At Caja Navarra, the customers themselves decide what the Bank should contribute to the sustainable development of the communities it works in:

Taking on this social responsibility is no mere symbolic declaration, but is manifested through actions and initiatives which are controlled and supervised:

- Caja Navarra has given its customers the power to decide where the funds devoted to social project work should go: 'You choose: you decide' initiative¹.
- The bank's customers set out Caja Navarra's strategy: 'Viálogos' initiative.
- Caja Navarra has designed an organisational structure which places its main stakeholder group at the centre: its customers.
- The main stakeholders sit on the Board of Caja Navarra with the right to speak and vote: customers, employees, organisations of social relevance and the public administration.
- Leadership and innovation in the development of Corporate Social Responsibility, its formalisation and organisation, as an aspiration.

Compliance with regulations

Caja Navarra and its Business Group accepts compliance with the regulations which govern financial activity, but not only as an obligation imposed on Caja Navarra from outside, but as a duty at the core of its culture.

From the members of the Bank's management bodies to the newest members of Caja Navarra's general staff, in general all those working in the Caja Navarra Group must know and comply with the norms of conduct of the securities market, the prevention of money laundering, personal data protection, norms concerning the purchase of financial products, tax regulations and all other norms

which apply to a Bank, to which end the Caja Navarra Group shall provide the information and training necessary.

Likewise, Caja Navarra and its Business Group undertakes to inform the supervising authorities and the market in general, in the widest terms, as to any event which may prove to be of interest to these in accordance with the disclosure of information policy adopted by the CAN Board of Directors.

Commitment to the business project

Those working in the Caja Navarra Group shall contribute towards the implementation of the policies and the achievement of the economic and managerial objectives defined by the Bank, accepting corporate decisions.

Team

Those working in Caja Navarra are its most important asset and set it apart from the competition. The actions of the professionals who work in Caja Navarra and its Business Group shall be performed through the integration of human diversity, respecting and valuing the opinions of the entire team in order to reach the objectives set.

Geared to results

All our daily activities and professional initiatives shall be aimed at seeking profitability and results, an essential condition for our development.

Those working in Caja Navarra and its Business group must know how to make the most, effectively and in coordinated fashion, of our own activity and that of all other people time and cost effectively, in such a way that our efforts are made the most of in the most efficient way and our objectives are reached.

Innovation and technology

A permanently innovative spirit forms part of the essence of Caja Navarra and its Business group. We must be proactive and ready for the future, knowing where we want to go and how we must use our resources in order to get there. We must create innovative ideas which allow us to take new approaches to our work, anticipating change and the future desires of our customers.

Rules of conduct

Those working for the Caja Navarra Group shall favour professional conduct and actions which strengthen the values and principles of the Saving's Bank. Consequently, the professionals of the Caja Navarra Group undertake to observe the following rules of conduct:

Confidentiality and transparency

In the Caja Navarra Group, confidentiality is the maxim which must govern relations between customers, professionals and suppliers.

Under no circumstance should confidentiality be confused with the transparency which governs our relations with the market.

Transparency and confidentiality are complementary values, i.e. those working in the Caja Navarra Group must be transparent with the market, but must, at the same time, maintain confidentiality regarding all things related to our customers. Consequently, all information regarding our customers must be the object of the utmost reserve, observing the following guidelines:

- Information about our customers, including information they provide us with for examination, assessment or formalisation, is absolutely confidential and will only be disclosed in the event of it being required by operation of law or court order.
- Maintain professional secrecy regarding all information available, be it of a commercial, strategic or economic nature, which may affect Caja Navarra, its investee companies, customers or suppliers, except in the event of express authorisation or requirement by operation of law or court order.
- Access to customer data can only be justified for professional reasons and its custody and use must guarantee the right to privacy and strictly comply with

personal data protection regulations.

- Our customers shall enjoy absolute privacy and confidentiality regarding their conversations and transactions.
- The obligation of confidentiality regarding the data of customers and suppliers of Caja Navarra and its Business group continues even when the commercial relationship in question has ended.

Personal Data Protection

The collection, use, processing and commercial exploitation of customers' personal data must be performed expressly guaranteeing their right to privacy and compliance with legislation on personal data protection.

Likewise, those working in the Caja Navarra Group, through the relevant clause provided with their Job contracts, authorise the inclusion of their personal data in the files of Caja Navarra and its Business group, including that data necessary for any obligatory procedure in accordance with the authorisation granted by those working in Caja Navarra and its Group.

Under no circumstance may the personal data of customers or those working in the Caja Navarra Group be processed for purposes other than those legally or contractually provided for.

Clean Desk Policy

In the Caja Navarra Group, access exists to personal information on customers (personal details, bank account details, balances, etc.), as well as information on operations of a purely confidential nature which directly affect the Caja Navarra Group's strategic investments.

For this reason, employees may not leave information regarding the specific operations of specific customers in view during the working day. Only information about the customer being attended at the time may be left in view. Information corresponding to customers who are not present at the time may not be left in view.

When the working day ends, work desks must be absolutely clean and no document which may be liable to undue use by third parties may be left in sight.

Document Destruction Policy

No document used in the offices and Central Services of the Caja Navarra Group containing sensitive information liable to undue use by third parties may be thrown directly into the wastepaper basket, but must be destroyed using the shredders in each office or deposited in the document destruction containers provided for this purpose.

All Caja Navarra offices will have a document shredder or a document destruction container.

Private operations of those working in the Caja Navarra Group

Those working in the Caja Navarra group must not use for their own benefit or that of relatives or associated companies any information or internal or external relationship entered into as a result of their work or the exercise of their professional activities which may affect their professional objectivity. Without prejudice to the provisions of the Internal regulations of conduct in the field of the securities market for those subjected to these.

The acquisition, direct or indirect, of assets and rights which form part of the Caja Navarra Group's resources shall require express authorisation.

The conditions and procedures to follow in operations involving assets and liabilities of those working in Caja Navarra, their relatives and persons associated, with the exception of the provisions in the Collective Agreement (Convenio) of Caja Navarra in this respect, shall be as applicable in compliance with the internal regulations of Caja Navarra or usual market regulations for clients.

In particular, those working in the Caja Navarra Group must abstain from intervening or influencing the approval of credit facilities or other operations or decisions in which they, their relatives or persons associated have personal interests. When a circumstance like the one indicated arises, the interested party may not participate in the Risk Committee or in any other meeting in which information is given or decisions are made regarding the operation, and may not try to influence the decisions of those who do participate.

Those working in Caja Navarra may not act as proxies or representatives of customers, except their first-degree relatives, spouses or other analogous relations, or perform banking operations through any channel of distribution in the name of customers or using their personal details. In circumstances in which this is unavoidable, the Department of Compliance with Regulations must be informed as to the fact.

Finally, situations such as favourable treatment and personal indebtedness to customers must be avoided.

Supplier relations

The selection of suppliers must be made in compliance with the internal regulations in force at the time, guaranteeing transparency, equality of treatment and the application of objective criteria.

Relations with suppliers must limit themselves to a framework of

mutual collaboration which favours goal achievement for both parties and compliance with the Caja Navarra Group's Social Responsibility policy. All suppliers will, therefore, be required to demonstrate a certain degree of commitment to socially responsible practices.

The contracting of services or the purchase of goods will be performed with total independence, and over and above any personal, family or economic relationships. Should compensations of any kind or gifts be offered, then these must be rendered to the Caja Navarra Group.

Workmate and customer relations

All customers shall be treated in equal conditions of friendliness, respect and thoroughness, using appropriate language, without any kind of distinction based on their condition, race, gender, ideology or religion, and without any kind of preferential treatment over others. When dealing with customers, total independence must be maintained, not allowing professional conduct to be influenced by economic or family bonds. Caja Navarra's customers are, together with those working in the Bank, its main asset.

Likewise, those working in Caja Navarra must treat their workmates in conditions of equality and the opinions of the team formed by the professionals of Caja Navarra must be valued, creating a climate of honesty and mutual respect between workmates, avoiding any type of discrimination, humiliation or harassment, and any type of distinction based on religion, ideology, race or gender.

Those managing people must enhance the capacity of those working with them through motivation and training. Their actions shall be based on suitable criteria aimed at achieving balance between efficiency and work-life. Relations with those working together shall be governed by mutual respect.

Professionalism, dedication and incompatibility

Those working in the Caja Navarra Group shall devote their professional skills and the effort necessary to the exercise of their functions, developing honest conduct in their relations with all parties, not acting from a position of power in order to obtain financial or other advantages or business opportunities which they know of as a result of their work, applying objective criteria in decision making and without associations which may interfere in the management of the interests which the work of Caja Navarra centres on.

The Department of Compliance with Regulations must be previously informed of and give its approval for the performance of external activities, paid or otherwise, which may harm or clash with the interests or image of the Caja Navarra Group. Such notification is also necessary before taking up posts which, due to their public nature, may condition the independence or professional objectivity of those working in the Bank.

The provision of professional services to other Credit Entities or companies which due to their field or work may coincide with the provision of financial services by companies belonging to the Caja Navarra Group is forbidden .

Situations liable to be considered to constitute conflict of interest and not defined above must be communicated to the Department of Compliance with Regulations for assessment.

Those working in the Caja Navarra Group must not accept gifts, services or invitations from its customers or suppliers, save those considered habitual or ordinary, such as promotional objects, gifts of courtesy or gifts within the limits of moderation.

Should these circumstances not concur, then those working in the Caja Navarra Group must contact the Department of Compliance with Regulations, indicating:

- The price of the gift.
- The identity of the person making the gift.
- The reason for the gift.

In view of the circumstances of each case and by virtue of the information provided, the Department of Compliance with Regulations will authorise or deny receipt of the gift.

The expenses incurred by those working in the Caja Navarra Group must be strictly related to work and justified in document form. The use of resources and incurring costs in the name of the Caja Navarra Group must strictly abide by the principles of need and economy.

1. For this purpose, Business group is understood as the management company of Caja Navarra's business stakes "Grupo Corporativo Empresarial de Caja de Ahorros y Monte de Piedad de Navarra, S.A.U.", the investment management company "Gestora Navarra de Inversiones, SGIIC, S.A.", the insurance broker "Intercaja Navarra correduría de seguros vinculada a Caja de Ahorros y Monte de Piedad de Navarra y a Seguros Navarra, S.A.U", the insurance entity "Seguros Navarra, S.A.", and any other company, present or future, in which Caja Navarra has a stake, direct or indirect, of more than or equal to 50% of its capital stock or, in those cases in which this percentage is not reached, which uses Caja Navarra's distribution networks for the performance of its work by signing the relevant collaboration contracts or service supply contracts with the Bank.

Prevention of money laundering and the financing of terrorist or criminal activities:

Those working in the Caja Navarra Group shall make every effort to apply the policies related to the prevention of money laundering; they shall be particularly alert regarding attempts to use the network for money-laundering operations involving money from criminal activity, informing the Unit for the Prevention of Money Laundering immediately as to any action considered suspicious.

Under no circumstance shall collaboration be provided for the performance of activities which may serve to cover up terrorist or criminal activity.

Computer programmes and systems

The Caja Navarra Group is the owner of the rights of use and exploitation of the computer programmes and systems, manuals, equipment and projects used by those working in the Caja Navarra Group in the performance of their work. Consequently, they must not exploit, reproduce or transfer the Group's computer applications for purposes other than its own. Any activity contrary to the above requires prior authorisation.

Regarding the use of the computer programmes and equipment of the Caja Navarra Group, the following rules apply:

- Those working in the Caja Navarra Group must block their terminals when absent from their posts.
- Those working in the Caja Navarra Group must respect security and computer-equipment access measures; informing an employee or third party of a personal password is contrary to the basic norms of computer security.

- Those working in the Caja Navarra Group must not use the computer equipment and facilities available to them for personal ends or purposes other than those of their work in Caja Navarra and its Group. Nor must they use them for unlawful purposes or purposes which may damage the image of the Bank and its Group.

Health and safety at work

Those working in the Caja Navarra Group shall actively collaborate in the implementation and observance of the preventative measures of health and safety in the workplace in force at any given time, taking on the obligation to communicate any irregularity or situation which may jeopardise the necessary conditions of health and safety relevant to posts. To this end, the Caja Navarra Group shall provide the pertinent means for the development of a suitable policy for the prevention of risks in the workplace.

Legality and collaboration with public bodies

Those working in the Caja Navarra Group shall at all times observe the provisions of legal and internal regulations. Under no circumstance shall they collaborate in the performance of unlawful activities, making all measures within their power available in order to detect the same.

At all times, those working in the Caja Navarra Group must collaborate with the judicial, administrative and supervising authorities when required, observing criteria of maximum collaboration and strict compliance with their rulings.

The requirements issued by the supervising authorities, judicial bodies and the organs of the public administration, and also Customer balance conformity certificates must be processed in accordance with the procedure established by the Bank.

Certificates issued in the name of Caja Navarra or its Business group must under no circumstance contain alleged, fictitious or insufficiently verified information.

Code of Ethics and Conduct Committee

The body responsible for overseeing the present Code is the Code of Ethics and Conduct Committee. This Committee shall consist of a representative from each of the following sections:

- Compliance with regulations.
- Internal audits.
- Human resources.
- Investee companies.
- Commercial section.
- Workers' legal representation.
- CSR.
- Organisation.

The principal functions of this Committee are:

- Interpretation: To interpret the norms of action in this code, taking personal circumstances or situations into account.
- Resolution: To clear up any queries which may arise regarding compliance.
- Continuity: To ensure compliance with the rules of conduct specified.
- Updating: This Code must fall in line with the reality of the market at all times and shall, consequently, be continually updated.

The Code of Ethics and Conduct Committee shall meet on a yearly basis, regardless of those meetings it is necessary to call as a result of the importance of specific situations.

Without prejudice to the above, any day-to-day interpretation and dealing with queries which may arise as a result of this code shall be the responsibility of the Department of Compliance with Regulations. Any doubt, enquiry or request for information regarding the code should be presented before the Unit of Compliance with Regulations.

Pamplona, 27th of October 2006

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