

LLEIDANETWORKS SERVEIS TELEMÀTICS

CODE OF CONDUCT

Introduction

LLEIDA NETWORKS SERVEIS TELEMÀTICS S.A. (hereinafter, "LLEIDA.NET" is an Expanding Company with Reduced Capital under the terms of rule two of Circular 6/2016 issued by the Spanish Alternative Investment Market (hereinafter, MAB).

This Code of Conduct for Stock Market purposes (hereinafter, the "Code") was approved by the LLEIDA.NET Board of Directors at a meeting held on July 26, 2016, pursuant to the provisions of article 225.2 of the modified text of the Spanish Stock Market Act, approved by Spanish Royal Legislative Decree 4/2015, of 23 October. Specifically, the Code includes the precautions contained in Title VII, Chapter II of the modified text of the Spanish Stock Market Act applicable to the company in virtue of the provisions of article 322.3 of said modified text as well as the implementing regulations including Spanish Royal Decree 1333/2005, of 11 November, which develops the matter of market abuse from the Spanish Stock Market Act and Circular 4/2009, of 4 November, issued by the CNMV (Spanish National Securities Market Commission) on the communication of relevant information.

The aim of the Code is to establish a set of rules of conduct governing the behavior of LLEIDA.NET and the people affected by the different scopes regulated by this Code in order to guarantee full and adequate transparency for the company and protect investors.

CHAPTER I

SCOPE OF APPLICATION. Supervisory body.

Article 1.- Scope of Application.

This Code applies to the members of the LLEIDA.NET Board of Directors, the Secretary of the Board of Directors, management and all personnel who, due to their job, position or duties, have access to facts, decisions and information that may influence the listing of LLEIDA.NET shares.

Hereinafter, they shall be referred to as the Recipients.

Article 2.- Supervisory Body

The body which shall supervise this Code may, at the choice of the Board of Directors, be either the Audit Commission provided for in article 22 of the Board of Directors Regulation or a person not related to said Commission as long as said person has legal knowledge and experience in this area, especially as concerns expanding companies or companies with reduced capital. In any case, the supervisory body must report to the Board of Directors at a frequency that is suitable to the size, evolution and complexity of the company on the matters subject to this Code except in cases where a specific deadline is set forth in this Code or in the applicable regulations or must be immediately communicated due to the nature of the matter.

The supervisory body will duly file and organize all communications, notifications and documentation on any action related to this Code, will ensure the confidentiality of all files and may at any time request confirmation of the information on file from the Recipients.

CHAPTER II

PRIVILEGED INFORMATION AND RELEVANT INFORMATION

Article 3.- Privileged Information and Processing Thereof

1.- All information of a specific nature which directly or indirectly refers to LLEIDA.NET or the values of LLEIDA.NET which has not been publically disclosed and which could significantly influence its listing if made public or significantly influences its listing when made public shall be considered privileged information. For these purposes, not only the listing of negotiable securities or financial instruments shall be understood as included under the concept of listing but also the listing of derivative instruments relating to them.

It shall be considered that information may significantly influence the listing when said information may be reasonably used by an investor as part of the basis for an investment decision.

Moreover, the information will be considered to be specific if it indicates a series of circumstances that have arisen or could reasonably be expected to arise, or an event that has occurred or could reasonably be expected to occur when such information is specific enough to be able to reach a conclusion as to the possible effect of such series of circumstances or the event on the prices of LLEIDA.NET securities.

2.- Recipients who hold privileged information must safeguard it without prejudice to their obligation of communication and collaboration with the court and administrative authorities under the terms of the law. Therefore, Recipients shall adopt the appropriate measures to prevent such information from being used

in an abusive or disloyal manner and, as applicable, will immediately take all necessary measures to remedy any deriving consequences.

3.- Likewise, said Recipients shall abstain from directly or indirectly engaging in any of the following conducts either on their own or another's behalf:

a) Preparing or completing any type of transaction with the negotiable securities or financial instruments referred to by the privileged information except the preparation and completion of transactions comprising in and of themselves the privileged information.

b) Communicating said information to third parties except as part of the normal performance of their work, profession or position. In such situations, said third parties must always be warned of the obligations outlined in this Code for those with access to privileged information.

c) Directly or indirectly recommending or advising a third party to acquire or transfer negotiable securities or financial instruments or to influence another party to acquire or transfer them based on said information.

The Recipients will be assumed to have engaged in the foregoing conducts not only when they do so directly but also when any other person associated with them engages in such conducts.

When a Recipient is in possession of privileged information and believes the ban on these transactions shall not be applicable to him/her as no use of privileged information is involved or for any other reason, said person must notify the supervisory body and may only engage in the transaction upon approval by the supervisory body.

Article 4.- Relevant Information, Processing and Communication

1.- Relevant information shall mean all information that the knowledge thereof may reasonably affect an investor with a decision to acquire or transfer securities or financial instruments and, therefore, may significantly influence the listing.

2.- In particular, the criteria for determining whether information is considered relevant established by the MAB under the terms of rule two, section 2 and Annex 1 of its Circular 7/2016, of 5 February shall be used.

3.- The supervisory body shall directly communicate relevant information to the MAB as soon as an event is known or as soon as a decision is adopted or an agreement or contract is signed with third parties in relation to it and the supervisory body gains knowledge thereof, without prejudice to the fact that in these latter circumstances, said communication may be made in advance if LLEIDA.NET believes such disclosure does not harm its legitimate interests or in order to comply with the provisions of article 5.1, letter e) of this Code. LLEIDA.NET will disseminate relevant information via its corporate website and will always do so after it is published on the MAB website.

LLEIDA.NET may, under its own liability, delay the publication and dissemination of relevant information when it believes the information harms its legitimate interests as long as said omission will in no way mislead the public and the confidentiality of such information may be guaranteed. LLEIDA.NET will immediately inform the MAB of such circumstances and, as appropriate, the CNMV which may release it of such obligation as provided for by the laws in effect.

5.- LLEIDA.NET shall take special care when disseminating relevant information and, in particular, will not combine said information with the marketing of its activities in any way that may be considered deceitful.

6.- When applicable, the supervisory body will outline all of the information referred to in sections 3 and 4 above to the Chairman of the Board of Directors so he/she may assess whether such information should be processed as indicated in said sections. In other words, the Chairman of the Board of Directors will assess and, as applicable, decide whether the information involved must be communicated prior to publication or delay communication and publication, as appropriate.

Article 5.- Transaction study phases. Obligations of Conduct.

1.- During the study or negotiation phases of any type of legal or financial transaction which may significantly influence the listing of its securities or financial instruments affected, LLEIDA.NET responsible parties shall be obliged to:

a) Limit the knowledge of the privileged information strictly to the essential parties within or outside LLEIDA.NET.

b) Maintain a list for each transaction of the identify of any person with access to privileged information, the reason for such access as well as the dates the lists are created and updated This list must be immediately updated in any of the following cases:

- When there is a change in the reasons why a person is included on the list.

- When a new person must be added to the list.

- When a person included on the list no longer has access to privileged information; in such case, the date on which this circumstance occurs must be recorded.

c) Expressly warn the people included on the list of the nature of the information and their confidentiality obligation as well as the ban on any use for any purposes other than those for which the privileged information was revealed to them as well as the violations and sanctions deriving from inappropriate use thereof.

Moreover, interested parties shall be informed of their inclusion in the record and of all other circumstances provided for by Spanish Organic Law 15/1999, of 13 December, on Personal Data Protection.

The data included on the list will be saved in the documented record for at least five years after registration or the most recent update.

d) Establish security measures for the custody, filing, access, reproduction and distribution of the privileged information.

e) Monitor the evolution of LLEIDA.NET securities on the market and all news disseminated by economic information professionals and the media that may affect them.

f) Immediately issue a relevant event that clearly and precisely reports the status of the transaction underway or a preview of the information to be provided if there is abnormal evolution in the volumes contracted or the prices negotiated and there are rational indications that such evolution is a result of a premature, partial or distorted disclosure of the transaction, all without prejudice to the provisions of the laws in effect.

g) Comply with any other instruction or recommendation that may be issued by the supervisory body to this end.

Article 6.- Exception to the Obligation to Disclose Relevant Information. Transactions in the Study Phase.

Excluded from the public information obligation are all documents relating to studies, preparations and negotiations prior to the adoption of decisions considered relevant as per the terms indicated in article 4 whenever the due safeguards of confidentiality are maintained.

CHAPTER III

TRANSACTIONS BY DIRECTORS AND MANAGEMENT

Article 7.- Communication of Transactions by Directors and Management

When knowledge is gained of any transaction directly or indirectly completed by its directors or management in relation to its own shares, LLEIDA.NET will be required to immediately notify the MAB.

LLEIDA.NET directors and management as well as all parties with close ties to them must notify the supervisory body

of all transactions relating to LLEIDA.NET shares or other financial instruments associated with said shares within three business days following the date of the transaction.

For the purposes of this article, management shall mean any high-level responsible party who habitually has access to privileged information directly or indirectly related to LLEIDA.NET and who also has the authority to make management decisions that affect its future development and business outlook.

Nonetheless, there is no obligation of communication when the total sum of the transactions completed by a Recipient does not exceed 5,000 euros. This limit shall be calculated in reference to all transactions completed within the same calendar year.

When transactions are not completed by a Recipient but rather a party associated to him/her, they may be communicated to the supervisory body by the Recipient or directly by the associated party, as defined in article 9.

Content of all communications

The communications provided for in the foregoing article must include the following:

- The name of the person in a management position at LLEIDA.NET or, as applicable, the name of the person closely associated to its management.
- The reason for the notification obligation.
- A description of the security or financial instrument.
- The nature of the transaction or transactions (acquisition or transfer, for example), indicating whether they are connected to the exercise of stock option plans, pledging or a securities loan (as part of an insurance policy, etc.).
- The date and market in which the transaction is to be completed.
- The price and volume of the transaction. In the case of collateral where the conditions provide for a change in value, said clause must be made public along with the value on the pledge date.

Article 9.- Associated Parties

For the purposes of article 7, this term shall mean a person with close ties to directors or management:

- a) The spouse of a director or manager or any person connected to him/her by a similar affective relationship pursuant to Spanish law.
- b) Dependent children.

- c) Any other family members who live with him/her or are dependent on him/her at least within the year prior to the transaction date.
- d) Any legal entity or trust in which the directors or managers or the parties indicated in the foregoing paragraphs are directors or managers; or directly or indirectly controlled by any of the foregoing; or that has been created for their benefit; or the economic interests of which are largely equivalent to those of the foregoing.
- e) Intermediaries This term shall mean parties who in their own name complete transactions relating to the securities on behalf of a director or manager under a disclosure obligation Such status will be assumed in anyone whom the party under a disclosure obligation fully or partially covers against risks inherent to the transactions completed

Article 10.- Temporary Restrictions on Transactions

Recipients must abstain from engaging in transactions relating to LLEIDA.NET securities during the periods mentioned below:

- a) The thirty calendar days prior to the date of the formulation of the Annual Accounts by the company's Board of Directors until the next stock market trading day following said date
- b) The thirty calendar days prior to the date of publication of the company's Mid-Term Financial Results, pursuant to applicable law until the next stock market trading day following said date
- c) Under no circumstance the securities acquired may be disposed of on the same day as the acquisition transaction is completed.
- d) As of the date on which they gain knowledge of any type of information relating to dividend distribution proposals, capital increases or decreases or the issuance of convertible company securities until public disclosure.
- e) As of the date on which they gain knowledge of any type of other relevant information until at least 48 hours after public disclosure.
- f) Without prejudice to the foregoing, the Board of Directors may define other periods during which Recipients must abstain from engaging in personal transactions.

The supervisory body may nonetheless authorize Recipients to engage in transactions within the periods indicated in sections a) and b) whenever there are circumstances that justify such decision and it is legally possible. All reasons must be sufficiently documented and recorded.

CHAPTER IV FREE PRICE SETTING

Article 11.- Obligations of Conduct

Recipients must abstain from preparing or engaging in practices that hinder free price setting with respect to LLEIDA.NET securities, as established by applicable laws.

This shall mean the following transactions or orders:

- Those that provide or may provide false or misleading indications as concerns the offer, demand or price of negotiable securities or financial instruments.
- Those that assure, by means of one or more people acting in a pre-agreed manner, the price of one or more financial instruments on an abnormal or artificial level unless the person completing the transactions or issuing the orders proves the legitimacy of their reasoning and such reasoning complies with market acceptable practices in the regulated market in question.
- Transactions or orders that utilize fictitious mechanisms or any other means of deceit or plotting.
- The dissemination of information via the media including via the Internet or through any other medium which provides or may provide false or misleading indications as concerns the financial instruments including the spread of rumors and false or misleading news when the disclosing party knew or should have known that the information was false or misleading. With respect to journalists acting in a professional capacity, such disclosure of information shall be assessed considering the rules governing their professional unless said parties directly or indirectly obtain an advantage or benefit from said information disclosure.

Nonetheless, the following transactions and orders shall not be considered included in this article:

- Those originating in the execution by LLEIDA.NET of stock buyback plans as long as the conditions legally established for such plans are fulfilled

In general, those completed in accordance with applicable regulations.

Article 12.- Treasury Shares

Transactions relating to own shares or financial instruments references against them shall be subject to measures that prevent investment or de-investment decisions from being affected by knowledge of privileged information.

Considered as treasury share transactions shall be those directly or indirectly completed by the Company with respect to the aforementioned own shares or financial instruments referenced against them negotiated in an official secondary market, multilateral negotiation system or organized trading system.

The purposes of treasury share transactions shall be as follows:

1. (a) To fulfil obligations resulting from a liquidity contract the Company may have signed with a liquidity supplier to foster the existence of a balancing entry and the regularity of the Company's share listing, pursuant to the provisions of article 25 of the General Regulations on the Spanish Alternative Investment Market and Circular 7/2010, of 4 January, which establishes the rules for share trading through the Spanish Alternative Investment Market;
2. (b) To meet obligations deriving from incentive plans consisting of the delivery of Company shares to Company directors, executives and employees;
3. (c) To comply with Company share handover commitments resulting from the completion of any type of corporate transaction; or
4. (d) Any other purpose admitted by applicable regulations.

The following timing prohibitions shall apply to transactions with own shares:

1. (a) The Company shall not engage in treasury share transactions during the period of time between the date on which a decision is made at its own liability to delay the publication and dissemination of relevant information and the date on which said information is published.
2. (b) In cases where share negotiations are suspended, neither the Company nor any brokers acting on its behalf, where applicable, shall enter orders during the auction period prior to the lifting of the suspension until the value of the transactions have been cross-checked. Non-completed orders must be withdrawn.
3. (c) The Company may not complete treasury share transactions at any time within the fifteen (15) days prior to the established timeline for the publication of its results.

These prohibitions will not apply to transactions with own shares the Company makes available to a liquidity supplier pursuant to the provisions of article 25 of the General Regulations on the Spanish Alternative Investment Market and Circular 7/2010, of 4 January, which establishes the rules for share trading through the Spanish Alternative Investment Market.

When the corresponding notification is provided to the market as a relevant event regarding the purchase of another company or a merger with another company and said transaction is to be partially or fully performed by means of the acquisition of own shares, the following informational steps shall be observed:

1. (a) Before initiating the acquisition of own shares, the corresponding market notification shall make public the purpose of the purchases,

- the number of own shares to be acquired and the deadline for completing the purchase.
2. b) The corresponding market notification shall make public the details of any treasury share transactions completed no later than the end of the seventh daily market session after the day following the completion of the transactions.
 3. (c) If a purchase or merger with another company which justifies the acquisition of own shares is not completed in the end, this circumstance shall be made public via the corresponding market notification and the end use of the own shares acquired shall be reported.

In any case, LLEIDA.NET shall not only observe the provisions of this Regulation but also all obligations and requirements deriving from applicable regulations at any given time and shall only stray from guideline criteria on discretionary treasury share transactions recommended by supervisory authorities when there are reasons that justify such transactions.

CHAPTER V

CONFLICTS OF INTEREST

Article 13.- Obligations of Conduct

1.- Without prejudice to the provisions in the Board of Directors Regulations for Board Members, Recipients are required to communicate conflicts of interest in which they are involved as a result of family relations, their personal finances, activities outside LLEIDA.NET or any other reason, with sufficient detail and in writing, to the supervisory body which must immediately inform the Board of Directors.

2.- If there are any doubts with respect to whether there actually is a conflict of interest, the supervisory body shall consult the Secretary of the Board of Directors in writing

In the event of a conflict of interest and without prejudice to any legal obligations applicable, Recipients must:

- a) Act with full freedom of judgement, putting the company's interests ahead of their own.
- b) Abstain from intervening or influencing decision making on affairs affected by the conflict of interest situation.
- c) Abstain from requesting or accessing confidential information or documentation relating to the conflict of interest situation.

d) Notify the supervisory body of the possible conflict of interest as soon as it arises.

CHAPTER VI SANCTIONS

Article 14.- Consequences of a Breach of this Code.

Any incident that may lead to a breach of the provisions of this Code shall be reported immediately to the supervisory body by anyone who detects such breach.

After gaining knowledge thereof and without prejudice to the provisions of the following paragraphs, the supervisory body must inform the Board of Directors at its next meeting of any incidents that have occurred and all open cases, as applicable.

A breach of the provisions of this Code of Conduct shall be considered professional misconduct, the seriousness of which shall be determined in the procedure undertaken pursuant to the laws in effect. The foregoing shall be understood without prejudice to any administrative, civil or criminal liability that may apply to the breaching party and any other consequences provided for by the laws in effect

CHAPTER VII GENERAL PROVISIONS

Article 15.- Sole Final Provision. Effective Date and Updating.

This Code shall enter into effect for an indefinite term on the day following its approval by the company's Board of Directors. The supervisory body shall inform all Recipients of this Code, ensuring the content of this Code is known, understood and accepted by all parties belonging to the organization included in the scope thereof. Proof of delivery as provided herein in Annex I must be filed and saved.

The Board of Directors will review and, as applicable, update this Code following reports relating to this matter by the supervisory body annually or at a frequency deemed appropriate considering the status of LLEIDA.NET as an expanding company and the evolution and complex nature of its activities or when necessary to adjust the content to applicable legal provisions.

ANNEX 1. Recipient's Declaration of Conformity

Annex 1 Recipient's Declaration of Conformity

DECLARATION OF KNOWLEDGE AND ACCEPTANCE OF THE LLEIDANETWORKS SERVEIS TELEMÀTICS S.A. CODE OF CONDUCT.

Name

ID:

Email address:

Pursuant to the sole final provision of the LLEIDA NETWORKS SERVEIS TELEMÀTICS, S.A. Code of Conduct under the scope of the Securities Market, I hereby declare that I have received a copy thereof and that I accept and fully know and understand the content.

Lleida, 10 May 2016

Signature