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## 1. INTRODUCTION

For the development of its operations, CARIBBEAN ECOSOAPS UIBSSAS (hereinafter The Organization) implements, as part of its institutional culture, this Transparency and Business Ethics Program for Self-Control and Management of the Risks of Transnational Bribery and Corruption called PTEE, the which contemplates compliance with the provisions of its Policies, Code of Ethics and Business Commitment and takes reference as good practices to External Circular No. 100-000011 of 2021 issued by the Superintendency of Companies of Colombia.


This program seeks to ensure that all operations are carried out within the current legal framework with the description of the internal anti-corruption and prevention of transnational bribery mechanisms, which are mandatory for all employees, directors, partners, counterparties and third parties of the Company.

## 2. SCOPE

This Program applies to all processes and people including: senior management, employees, clients, suppliers, shareholders, contractors, subcontractors and third parties, with whom any commercial and contractual relationship is established directly or indirectly to minimize the possibility of situations materializing. associated with the risks of Corruption and Bribery in national and international businesses and transactions that may generate deception, violation of trust, economic losses, misrepresentation of the financial statements of the Organization and, in general, damage to its reputation, its assets and its interest groups, with the understanding that they will refrain from participating in any form of bribery or corrupt practices, either directly or indirectly.

## 3. GOALS

The Senior Management or Maximum Management Body of The Organization express the responsibility they have to comply with and promote among employees, shareholders, clients, suppliers, contractors, strategic allies and third parties (hereinafter Counterparts) that interact and maintain relationships with The Organization , have the highest ethical conduct in their operations.

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The Organization's purpose is to document in this Program its commitment to zero tolerance with any conduct that is considered bribery or corruption, reinforcing the values, standards and principles established in the Code of Ethics which establishes the obligation to always act honestly and ethically in all its activities, as well as the compliance with all current regulations that regulate these issues.

#### **Specific objectives:**

- Strengthen the corporate culture based on the ethical conduct established in the Code of Ethics, as well as being consistent between what we say and do.
- Prevent damage to the image and reputation of the Organization through the adoption and compliance of provisions that prohibit any form of Corruption and Bribery.
- Establish the guidelines of the Organization to segment, identify, measure, control, monitor, detect, investigate and correct situations of Corruption and Bribery that arise against the Organization, promoting the establishment of a culture of compliance, safeguarding the reputation of The Organization and exalting the values incorporated in the Code of Ethics.

These guidelines are designed to serve as a guide in the actions of all people who have a business relationship with The Organization, including employees, shareholders, suppliers, contractors, strategic allies and third parties, based on compliance with the standards for prevention and control of the risk of corruption and bribery adopted by the Organization.

#### **4. LEGAL FRAMEWORK**


**Law 599 of 2000:** Colombian Penal Code, Congress of the Republic comply with the entire set of punitive legal norms framed by the State.

**Law 1474 of 2011:** Congress of the Republic, Anti-Corruption Statute By which regulations are issued aimed at strengthening the mechanisms of prevention, investigation and punishment of acts of corruption and the effectiveness of the control of public management

**Law 1778 of 2016.** Identify, evaluate and validate when carrying out an international business or transaction with a foreign public servant. You must carry out due diligence to mitigate the material risk of Bribery or Corruption.

**Law 2195 of 2022:** Congress of the Republic Through which measures are adopted regarding transparency, prevention and fight against corruption and other provisions are dictated

**External Circular 100-000011 of August 9, 2021 from the Superintendency of Companies of Colombia.** For companies that is subject to the supervision of the Superintendence of Companies and

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will voluntarily adopt the changes that this new circular issues, modifying Circular No 100-00003 of July 26, 2016 and delivers the new guidelines to establish the Transparency and Business Ethics Programs, as well as such as internal audit, anti-corruption and prevention of transnational bribery and corruption mechanisms in the context of law 1778 of 2016 and decree 1736 of 2020.

**Law 962 of 2005 article 28:** By which provisions are issued on the rationalization of administrative procedures and procedures of the State agencies and entities and of individuals who exercise public functions or provide public services, article 28: Rationalization of the conservation of books and commercial papers. The merchant's books and papers must be kept for a period of ten (10) years counted from the date of the last entry, document or receipt, and may use for this purpose, at the merchant's choice, their conservation on paper or in any other form. technical, magnetic or electronic means that guarantees its exact reproduction

## 5. DEFINITIONS

For the purposes of this Program The following definitions will be adopted:

**Complaints Channel:** is the online reporting system for complaints about acts of Corruption and Transnational Bribery, which The Organization has available so that its counterparts can report acts of corruption and bribery.


**Corruption:** is a term that generally indicates a person's misuse of their authority, capacity of his position and the rights entrusted to him, as well as the authority related to this official status, opportunities, connections for personal benefit, contrary to the law and moral principles

**Counterpart:** It is any person or entity that participates in relationships with the Organization such as: Senior Management, employees, suppliers, clients, authorities, communities, strategic allies, contractors and third parties.

**Due diligence:** It is the constant and periodic review, knowledge and evaluation process that the Organization must carry out with its counterparts according to the Risks of Corruption or Risks of Transnational Bribery to which it is exposed.

**Risk factor's:** They are the possible elements or causes generating the Risk of Corruption and Transnational Bribery for any Company.

**Corruption and Bribery Risk Matrix:** It is the tool that allows the Organization to identify Corruption Risks or Transnational Bribery Risks.

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**Maximum Body or Senior Management:**It corresponds to the highest management body of the Organization (General Assembly of Shareholders or whoever takes its place).

**Business or International Transactions:**International business or transaction means business or transactions of any nature with foreign natural or legal persons under public or private law.

**Compliance officer:**is the natural person who must lead and ensure compliance with the PTEE policy in order to detect, prevent, manage and mitigate the risks of corruption or the risks of transnational bribery.

**Politically Exposed Person or PEP:**corresponds to the definition established in article 2.1.4.2.3. of Decree 1081 of 2015, modified by article 2 of Decree 830 of July 26, 2021.

**Compliance Policies:**They are the general policies adopted by the Organization to carry out its businesses and operations in an ethical, transparent and honest manner; and is in a position to identify, detect, prevent and mitigate the Risks of Corruption or Risks of Transnational Bribery.

**Transparency and Business Ethics Program or PTEE:**is the document that collects and compiles the provisions for the Compliance Policy, in order to identify, detect, prevent, manage and mitigate the Risks of Corruption or the Risks of Transnational Bribery that may affect the Company, in accordance with the Matrix of Risk, and other instructions and recommendations established in this Program.


**Corruption Risks:**the possibility that, through action or omission, improper use of power, resources or information, the interests of an entity may be harmed to obtain a particular benefit.

**Transnational Bribery Risks or ST Risk:**is the possibility that a natural or legal person, directly or indirectly, gives, offers or promises to a Foreign Public Servant sums of money, objects of pecuniary value or any benefit or utility in exchange for said public servant carrying out, omitting or delaying any act related to its functions and in relation to a Business or International Transaction.

## 6. BEGINNING

**I respect:**Respect for each human being, each culture and the environment. Value the differences and potential of each being, to ensure the fair and equitable growth of Employees, allies, communities and Clients.

- ✓ Integrity: It is the quality of the human being to be coherent in his thinking, feeling, speaking and acting, inspired by the value of honesty.
- ✓ Equity: It consists of giving each person what they deserve according to their needs, merits, abilities or attributes.

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- ✓ Solidarity: The value of solidarity is manifested in recognizing in the common good the meaning of a successful life for everyone. It involves directing ideas and actions thinking about the collective interest, including one's own.
- ✓ Loyalty: Behavior of a person to maintain maximum fidelity in their relationships.

**Business integration:** Ensure a sustainable and circular production model that, through the articulation of projects, operations and activities, guarantees the quality of products and services, and the efficiency of the Organization.

- ✓ Efficiency: Occurs when fewer resources are used to achieve the same objective or when more objectives are achieved with the same or fewer resources.

**Sustainability:** We are committed to contributing to the prosperity of generations to come, with the creation of economically viable, environmentally sustainable and socially responsible production systems.

- ✓ Generosity: Offering help without expecting something in return.

**Love:** Passion for what we do with dedication, commitment, effort and determination. Be the best doing what we love.

- ✓ Leadership: Process of motivation and encouragement to achieve goal achievement.

**Responsibility:** Ability to assume compliance with our commitments and the work skills acquired at a personal and work group level, and guide them towards the achievement of institutional objectives.


- ✓ Transparency: Quality of acting clearly in accordance with the values and principles established by the Organization, in a sincere and responsible manner, generating trust and security.

***“Because this is our LAUGHTER that identifies us as a family”***

## 7. COMPLIANCE POLICIES

The Organization and its organizational culture and corporate values establish the guidelines and directives that must be followed by the Counterparts related to the Organization, in terms of Corruption and Bribery risk management.

- a. The Organization is committed to carrying out its operations maintaining high moral and ethical principles and in compliance with applicable laws and does not promote, nor accept, acts framed within the concepts of Corruption and Bribery in any of its commercial relationships and promulgates its decision to take all necessary measures to combat them, promoting within its organization the rules of conduct framed in its Code of Ethics, promoting an institutional anti-bribery culture and anti-corruption in its administrative and control bodies, legal representatives,

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shareholders and in general in all its employees, clients, suppliers, contractors, strategic allies and third parties related to the Organization, hereinafter counterparty.


- b. The Organization does not tolerate any Counterparty, I achieved economic, commercial or any other kind of results, in exchange for violating the law or acting dishonestly or accept facilitation payments, understood as those payments made or received to ensure or expedite the course of a routine action or actions necessary for the counterparty to have a legal or other right.
- c. The Organization will not maintain ties with counterparties in which its directors, or current shareholders, are convicted of criminal activities related to Money Laundering, Corruption and Bribery.
- d. It is not permitted to use resources of The Organization for illegal or improper purposes.
- e. It is not permitted for directors or employees to receive or offer gifts from suppliers, clients or any national or foreign person, from any counterparty whether it is a competitor of The Organization or who wishes to do business with it. In any case, only courtesies, gifts, occasional meals, or activities typical of commercial relations and linked to business development could be received, provided that the value of these courtesies does not exceed the amounts established by the Organization, and their purpose does not exceed is to limit the impartiality and fidelity of a decision or the result of a service.
- f. The Organization may report to the competent authorities the acts of Corruption and Bribery identified in investigations or previous verification work.
- g. The Organization will avoid having any type of relationship with suppliers, clients, collaborators and partners that are included in the restrictive lists regarding Transnational Bribery or of which there are doubts about the origin of their funds, have links with organizations outside of the law.
- h. The remunerations and commissions that may be generated in favor of collaborators will be regulated by the provisions of the employment contract.

In this sense, the Organization, through its employees and managers, will promote among its Counterparts the knowledge and commitment expressed in the Transparency and Business Ethics Program, in order to prevent, directly or indirectly, giving, offering or promising to a foreign or national public servant i) sums of money, (ii) any object of pecuniary value or (iii) other benefit or utility, in exchange for him (i) performing, (ii) omitting, (iii) or delaying, any act related to the exercise of its functions and in relation to a national or international business or transaction; conducts that also extend to the private sphere in the sense of not engaging in the same in relation to officials of private sector companies.

To combat the risk of Corruption and Transnational Bribery, The Organization defined the following policies regarding actions that constitute a source of high risk in terms of acts of Corruption and Transnational Bribery, which are mandatory for all collaborators:

### ***7.1 Policy for the granting and receipt of gifts and invitations***



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The delivery of gifts to third parties is restricted.

Collaborators will not give money or objects to public officials or representatives of private companies with the purpose of obtaining benefits for the economic activity of The Organization or to influence administrative, legal, judicial or contractual decisions in which The Organization has an interest.

No collaborator will use his position in The Organization to request any kind of personal favor, payment, discount, travel, accommodation, gifts or loans from the Contractors, whether these are government entities or private companies.

No collaborator will ask or accept favors or gifts from third parties whose nature or importance may incline him or her to favor the donor or servant in the contracting of services by The Organization. In case of doubt, the collaborator must consult with his or her immediate boss or the Compliance Officer.

No collaborator may obtain or seek personal benefits derived from the information obtained in his or her capacity as an employee of The Organization.

The gifts that can be received adapt to the following characteristics:


- These are corporate gifts, that is, those that are given to promote the services offered by the giver, such as marketing activities.
- That they are not offered within a context that could obviously influence the decision of the person who receives it and in favor of the person who grants it.
- That corresponds to invitations to institutional events, which are made to promote or publicize products or services related to the commercial activity of the Organization, which must have the written approval of the collaborator's hierarchical superior along with due justification.
- Invitation to training or institutional events related to the position or functions of the collaborator within the Organization, which must have the written approval of the collaborator's hierarchical superior along with due justification.

Consequently, it is expressly prohibited to give or receive gifts and/or invitations that do not fall within the aforementioned exceptions and, especially those that:

- They are materialized in trips, hotels, cruises, shows, sporting events.
- Come from a national or foreign public official.
- They correspond to cash, transfers, bonuses, discounts in commercial establishments to acquire goods or services, among others.

In case of doubt about the possibility of giving or receiving a certain gift, or accepting or offering an invitation, the gift or invitation must be reported to the Compliance Officer and the Immediate Manager, who will determine the actions to follow.



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## ***7.2 Policy on travel expenses, food expenses, lodging, entertainment activities and/or travel***

The trips made by collaborators, at the expense of The Organization, must strictly obey the exercise of their functions within it. In this sense, for the recognition of travel expenses, the request for the value and amount must be made to the immediate boss who will review and subsequently to Management for approval, always maintaining the proportionality of the expense vs. days and city. It will be made official with the authorization of the travel advance signed by the Immediate Boss and the Manager.

Once the trip ends, all collaborators must submit the list of expenses in the format defined by the Organization along with the respective invoice supports, electronic transfers, and internal proof of delivery of cash, so that can support the respective expense or expense in the accounting item.

## ***7.3 Donations***

No collaborator is authorized to allocate the Organization's resources for donations.

The Organization is aware of the economic needs of vulnerable groups in Colombia and abroad, however, it is prohibited to allocate donations to hide or disguise Acts of Corruption, so the Organization will refrain from making donations if circumstances could reveal them. as attempted Acts of Corruption, therefore The Organization is committed to guaranteeing the lawful investment of the donated funds and the complete tracking of all donations, from disbursement to their use if they are made.


All donations must be authorized by Senior Management, after verification of the following conditions:

- That due diligence has been carried out to obtain real and exhaustive knowledge of the beneficiary counterparty.
- That there be a formal donation request from the beneficiary counterpart, unless the initiative to donate comes directly from the Assembly.
- All donations made are supported by the Donation Certificate or delivery certificates.

## ***7.4 Political contributions***

The Organization may make contributions to finance candidates, campaigns, parties or national political movements under the exclusive decision of the General Assembly.

The decision and approval of the political contribution will be recorded in a record and will comply with the requirements established in the applicable legislation.

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These contributions will in no case seek to obtain benefits in favor of the Organization's own interests.

## **7.5 Policy on remuneration and payment of commissions to contractors and collaborators, regarding national or international businesses**

All payments made to the Contractors must be in writing and supported by the values stipulated in the Contract or in the purchase order, and may be audited by specialized firms if necessary or requested, which confirm the legality of the payments. payments, the non-diversion of resources, and the non-concealment of payments to third parties through the Contractor, or payments to the Contractors without contractual justification or purchase order.

Payments for these concepts will be made through bank transactions, being duly supported by invoices, collection accounts prepared according to the terms established in the contract or purchase order, in such a way that they are recorded in the bank account registered by the contractor at the time of payment. time to complete the linking process.

All payments for services abroad must be made through banking channels, in which it is possible to track all movements and payments, comply with the Colombian exchange regime and be channeled through authorized banking entities or through clearing accounts duly registered with the Bank. of the Republic.

If, within the framework of the negotiation, the parties establish within the contract or purchase order the recognition and payment of commissions inherent to the operation, there should be no doubt about their nature and it will be necessary that the way in which the generating event and the payment thereof, are clear and do not give rise to interpretations. The above will prevent hidden payments from being made through commissions, a practice that is expressly prohibited.


No payment is allowed to third parties other than those involved in the contractual relationship.

No collaborator will agree to requests from Contractors to make payments that fail to comply with the Transparency and Business Ethics Program.

The remunerations and commissions that may be generated in favor of collaborators are regulated by the provisions of the employment contract.

## **7.6 Facilitation payments**

The Organization requires its Shareholders, Directors and other Collaborators, Contractors and Strategic Allies to expressly commit to this Program, in which none of them may, directly or indirectly, passively or actively, give, offer or promise to a public servant. foreign or national i) sums of money, (ii)

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any object of pecuniary value or (iii) other benefit or utility, in exchange for him (i) performing, (ii) omitting, (iii) or delaying, any related act in the exercise of their functions and in relation to a national or international business or transaction; conducts that also extend to the private sphere in the sense of not engaging in the same in relation to officials of private sector companies.

### **7.7 Anti-corruption clauses in contracts**

The Organization undertakes that in the execution of the contracts it signs, the risk of Corruption Acts occurring is limited to the maximum. For this purpose, in all contracts that The Organization enters into with third parties, clauses will be included that protect and offer legal solutions to The Organization when its counterparty carries out Acts of Corruption.

In accordance with the contract concluded, the Contractor must comply with the Anti-Corruption Provisions and the burdens that this program imposes on it, under penalty of The Organization being able to use the contractually agreed termination powers.

### **7.8 Conflicts of interest and rules regarding the PTEE**

The members of Senior Management, Employees, Clients, Suppliers, Counterparts, Shareholders, Distributors, Strategic Allies and other related third parties, are in a situation of conflict of interest, when they must make a decision, or perform or omit some action, which due to their position, role or functions leads them to choose between the interest of the Organization and their private interest or that of a third party, so that if they opt for either of the latter two, they would obtain an undue pecuniary and/or extra-economic benefit that otherwise it would not receive, thus ignoring a legal, contractual, statutory or ethical duty.


Conflicts of interest arise in the Organization in accordance with the provisions of the Code of Ethics.

### **7.9 Due Diligence**

The organization has implemented a due diligence procedure to understand the counterparty. This due diligence is carried out in the consultation software, previously having the respective data processing authorization.

The due diligence processes in the company refer to:

- a. Customer knowledge.
- b. Knowledge of shareholders.
- c. Knowledge of the members of the Board of Directors.
- d. Knowledge of employees.
- e. Knowledge of suppliers and contractors

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- f. Knowledge of recipients of donations or sponsorships.
- g. Knowledge of Politically Exposed Persons (PEP).

To Know the Counterparty, we carry out due diligence to avoid hiring third parties with investigations into crimes such as: bribery, transnational bribery, corruption, fraud and any crime or source crime, ensuring that our activities and relationships with third parties are carried out through secure processes. and transparent in accordance with the Organization's policies, our code of ethics and current regulations.


Consultations with third parties such as suppliers and contractors are carried out by the Director of Business Ethics and consultations regarding the talent selection process are carried out by Human Development.

The Due Diligence process is developed by meeting these requirements:

- Documentation request according to linking and creation procedure.
- Carry out Due Diligence in the consultation software which allows you to consult binding and restrictive lists, where you must enter the company number, identification cards of the legal representative and of shareholders and partners and/or for foreign companies, the Office Director who makes the times of legal representative.
- Identify if they have PEPs, Politically Exposed Persons and carry out expanded due diligence and their relatives up to the second degree of consanguinity, if applicable.
- Review potential conflict of interest in ties with the company or its employees and/or shareholders.
- Internet review of news associated with the company and/or person, verifying that the news does not have links to illicit or ethical issues.
- Identify the geographical area in which they are located
- Analysis of financial statements comparing and reviewing whether there are high equity increases.
- When warnings of bribery and corruption are found, expanded due diligence is requested.
- Each case must be analyzed in search of greater knowledge in the event of finding warnings.
- In cases where the compliance officer requires more information, he or she may send an email or letter to the third party requesting additional information provided in public sources in order to complete the expanded due diligence.

Due Diligence Results:

After the due diligence process has been executed, a favorable or unfavorable result will be delivered. In cases where it does not comply with the internal policies and/or procedures, the compliance officer will prepare a report with the results and will deliver a non-favorable response to both concepts. will be registered in the third-party creation and updating software.

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In cases where serious warnings are warranted and serious warnings are found, the compliance officer will make the Suspicious Operations Report in the UIAF application.

Annually, when the third party updates its information in the third-party software, due diligence will be carried out to monitor the third party.

### **7.10 Program Documentation**

All documentation related to the Organization's transparency and ethics program must be updated for a maximum period of two years and will be kept archived and preserved in accordance with the provisions of article 28 of law 962 of 2005 or the regulation that modifies it or replace, which specifies that the documentation must be kept for a period of ten (10) years from the date of the last movement and will be in the custody of the Compliance Officer.

## **8. ELEMENTS OF THE TRANSPARENCY AND BUSINESS ETHICS PROGRAM**

In accordance with the structure and operational functioning of the Organization, this Transparency and Business Ethics Program has been implemented and adopted.,for the control and management of risks related to Corruption and Transnational Bribery.


### **8.1 Outreach and training**

The organizationhas designed communication and dissemination mechanisms that guarantee compliance with regulatory requirements regarding theTransparency and Business Ethics Program. With the implementation of internal training, policies, internal and external standards, and procedures related to theTransparency and Business Ethics Program, with the purpose of generating in collaborators an organizational culture oriented to the management of the risk of Corruption and Bribery in international negotiations and transactions, to prevent and control thatThe organizationbe used for these purposes.

Training on the subject ofTransparency and Business Ethics Program, are designed, programmed and coordinated through plans aimed at all areas that, according to the risk analysis, are exposed to the risks of Corruption and Bribery in international negotiations and transactions.

#### **8.1.1 Guidelines**

- a. Any person who enters The Organization and is part of the areas with high vulnerability to risk of Corruption and Bribery in international negotiations and transactions must receive, at least once a year, training on the policies, procedures, tools and controls adopted to comply with the PTEE.

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- b. Changes and/or updates made to the Organization will be communicated to all collaborators of the Organization. Program of the PTEE: For cases where the modifications have representative and important changes, training will be scheduled to publicize the new standards and parameters of the PTEE.
- c. When carrying out the training, a written record will be left indicating the following information: date, topic covered, areas and names of attendees.

### **8.1.2 Training Managers**

The Compliance Officer Transparency and Business Ethics Program, has the following responsibilities regarding training:

- a. Verify the topics to be presented in the training to attendees, which must be related to what is established in the Transparency and Business Ethics Program.
- b. Consider for new collaborators that training on the topics of the Transparency and Business Ethics Program be carried out during inductions.
- c. Create the annual schedule to carry out the Transparency and Business Ethics Program training.
- d. Have the Transparency and Business Ethics Program available for the necessary consultations required by the collaborators of the Organization.

### **8.1.3 Training Elements**


The way in which the Organization carries out the public disclosure process about the model PTEE It is through internal and external communications or other public dissemination mechanisms, including:

- Institutional emails
- Socializations
- Videos
- Information billboards in key areas
- Direct communication

### **8.1.4 Communication channels**

In order that the Counterparties have at their disposal the necessary means to report any non-compliance to the Transparency and Business Ethics Program, The Organization has the following reporting channels that allow reporting risk situations of Corruption and Bribery for international businesses and transactions, as well as incorrect acts and in general any comments, concerns or suspicions that may be had in relation to this information management system. risks:

- a. Secure Line / complaints line: The Organization has an outsourced secure reporting line, through which incorrect acts related to Corruption and Bribery can be reported, or when any doubt or

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concern arises about the Transparency and Business Ethics Program or any non-compliance. to our Code of Ethics.

- Toll-free line: 018007522222

The Organization has a committee to review complaints, made up of 3 people who will be chosen by Management meeting the following profile: have a managerial position, seniority of more than 3 years in the organization, stand out for being a responsible person and honest This committee will receive the cases through the tool and will carry out the analysis and completion of the case safely, responding to the complainant, transferring the case to the corresponding areas and escalating the cases that are warranted to superiors, with the objective of reach a conclusion by consensus, generating your action plan according to the case and everything related must be recorded in the line tool.

-All complaints will be studied professionally, guaranteeing impartiality and respecting the complainant. At no time is it permitted to present retaliation or threats to the complainant, otherwise, on the contrary, their protection will always be guaranteed under the principles of confidentiality and anonymity.

The Organization also promotes and has the availability of public reporting channels of the Supersociedades for transnational bribery and corruption in the following links:

- <https://www.supersociedades.gov.co/es/web/asuntos-economicos-societarios/canal-de-denuncias-por-soborno-transnacional>
- <http://www.secretariatransparencia.gov.co/observatorio-anticorrupcion/portal-anticorrupcion>


**b. Compliance Officer Email:** The purpose of the email is to be the channel to inform, consult and/or report to the Compliance Officer issues related to the risks of Corruption and Bribery for international businesses and transactions.

The reporting channels mentioned above have a high degree of confidentiality, which ensures adequate administration of the reported matters.

### 8.1.5 Compliance

All Collaborators of the Organization must strictly comply with the different provisions implemented for the operation of the Transparency and Business Ethics Program, but in the event that they fail to comply with the defined regulations, policies and procedures, the following guidelines will be taken into account:



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#### 8.1.5.1 Non-Compliance Procedure

Failure to comply with the rules, policies and procedures on the PTEE by collaborators exposes the Organization to a greater degree to the risk of Corruption and Bribery in national and international businesses and transactions, which may lead to the imposition of sanctions by of the state agencies that carry out inspection, surveillance and control. Therefore, the PTEE Compliance Officer must be informed by the person or area that detected or in cases where situations are evident that violate the policies, procedures or controls defined in this Program, he must make the respective report and send it. to begin the respective disciplinary process, aimed at determining the type of sanction to be applied according to the impact of the omission and the seriousness of the offense.

In accordance with what is defined in the Internal Labor Regulations, the Employment Contract and in the internal procedures within the principles of justice, equity and unifying the legal and regulatory criteria and parameters, the disciplinary process will be carried out.

On the other hand, the Compliance Officer will inform Management and Senior Management of the situations presented in order to adopt the necessary measures to maintain adequate control and prevent the materialization of the risk of Corruption and Bribery in national businesses and transactions. and international.

In any case, collaborators who fail to comply with the policies and procedures contained in this Program and those related to the Transparency and Business Ethics Program will be subject to sanctions as established in the Internal Labor Regulations and other related provisions.


#### 8.2.5.2. Preventive measures

The following premises are taken into account:

- a. **Authority:** The Senior Management of the Organization undertakes to exercise the powers they have in relation to the prevention and control of the risk of Corruption and Bribery in national and international businesses and transactions, in order to support the decisions or recommendations of the Compliance Officer.
- b. **Resources:** For the development of this Program, The Organization will assign the necessary human, technological and economic resources to guarantee the adequate execution of the prevention and control of the risk of Corruption and Bribery in national and international businesses and transactions.

#### 8.2.5.3. Corrective Measures or Sanctions:

The Senior Management of the Organization, in accordance with its principle of zero-tolerance to acts of corruption and bribery and its commitment to permanent compliance with Policies, Code of Ethics,

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and Procedures, expects that all managers, collaborators, clients, suppliers, allies strategic partners, contractors and third parties comply with the provisions of this program and promote its compliance.

Failure to comply with this Program will be subject to disciplinary, administrative, criminal, property and labor sanctions that may cause the termination of the contract as established by current regulations. In particular, serious offenses are considered:

- a. Not knowing, understanding and putting into practice the policies and procedures of the Transparency and Business Ethics Program.
- b. Failure to comply with due diligence procedures and controls.
- c. Failure to comply with the rules indicated in the Code of Ethics.
- d. Failure to execute the controls established to mitigate the risks of Corruption and Bribery in national and international businesses and transactions.
- e. Failure to comply with responsibilities regarding the Transparency and Business Ethics Program

In the event that any of the collaborators of The Organization, regardless of their work area, carry out or are aware of any conduct contrary to this Program, tolerate and/or consent to such conduct, it will be considered a breach.

In case of non-compliance, the Organization will apply the disciplinary and sanctioning procedures established in the employment contracts and in the Internal Labor Regulations, and the applicable labor standards for this purpose, given that this will be classified as a serious offense, which may reach even dismissal with just cause.


Failure to comply with this Program by any contractor will entitle The Organization to enforce the anti-corruption clauses included in the respective contracts, and may terminate the contract unilaterally.

## 9. FUNCTIONS OF THOSE IN CHARGE

### 9.1 General Assembly or Senior Management

The General Assembly as the highest management body of the Organization must fulfill the following functions in relation to the Transparency and Business Ethics Program:

- a. Issue and define the Compliance Policy.
- b. Define the profile of the Compliance Officer in accordance with the Compliance Policy.
- c. Appoint the Compliance Officer.
- d. Approve the document that contemplates the Transparency and Business Ethics Program

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- e. Assume a commitment aimed at preventing the Risks of Corruption and Transnational Bribery, so that the Organization can carry out its business in an ethical, transparent and honest manner.
- f. Ensure the supply of the economic, human and technological resources required by the Compliance Officer to carry out his or her work.
- g. Order pertinent actions against people when they violate the provisions of this Ethics Program.
- h. Lead an appropriate communication and pedagogy strategy to guarantee effective dissemination and knowledge of the Compliance Policies and the Transparency and Business Ethics Program to all Counterparts.
- i. The Company evaluates alleged signs of Corruption and Bribery, under the principles of confidentiality, integrity, transparency and objectivity.

## 9.2. Legal representative


The legal representative must comply with the following functions regarding the Transparency and Business Ethics Program:

- a. Present with the Compliance Officer, for approval by Senior Management or the Highest Body, the proposal for the Transparency and Business Ethics Program.
- b. Ensure that the Transparency and Business Ethics Program is articulated with the Compliance Policies adopted by Senior Management or the highest corporate body.
- c. Provide effective, efficient and timely support to the Compliance Officer in the design, direction, supervision and monitoring of the Transparency and Business Ethics Program.
- d. Certify to the Superintendency compliance with the provisions of the Program, when required by this Superintendency.
- e. Ensure that the activities resulting from the development of the Transparency and Business Ethics Program are duly documented, so that the information meets criteria of integrity, reliability, availability, compliance, effectiveness, efficiency and confidentiality. The documentary supports must be kept in accordance with the provisions of article 28 of Law 962 of 2005, or the rule that modifies or replaces it.

## 9.3. Compliance officer

The Compliance Officer of the Transparency and Business Ethics Program of the Organization will have the following functions:

- a. Present with the legal representative, for approval of Senior Management or the Highest Social Body, the proposal for the Transparency and Business Ethics Program
- b. Present, at least once a year, reports to Senior Management or, failing that, to the highest corporate body. At a minimum, the reports must contain an evaluation and analysis of the efficiency and effectiveness of the Transparency and Business Ethics Program and, if applicable, propose the respective improvements. Likewise, demonstrate the results of the management

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of the Compliance Officer and the administration, in general, in compliance with the Transparency and Business Ethics Program.


- c. Ensure that the Transparency and Business Ethics Program is articulated with the Compliance Policies adopted by Senior Management or the highest corporate body.
- d. Ensure effective, efficient and timely compliance with the Transparency and Business Ethics Program.
- e. Implement a Risk Matrix and update it according to the Obligated Entity's own needs, its Risk Factors, the materiality of the Transnational Corruption and Bribery Risk and in accordance with the Compliance Policy.
- f. Define, adopt and monitor actions and tools for the detection of Transnational Corruption and Bribery Risk, in accordance with the Compliance Policy.
- g. Ensure the implementation of appropriate channels to allow any person to confidentially and securely report breaches of the Transparency and Business Ethics Program and possible suspicious activities related to Corruption.
- h. Verify the proper application of the whistleblower protection policy that the Organization has established and, with respect to employees, the workplace harassment prevention policy in accordance with the law.
- i. Establish internal investigation procedures in the Organization to detect breaches of the Transparency and Business Ethics Program and acts of Corruption.
- j. Coordinate the development of internal training programs.
- k. Verify compliance with the Due Diligence procedures applicable to the Organization.

#### 9.4. Ethics Committee

The Ethics Program contemplates at least the following functions:

- a. Evaluate controversies, conflicts and offenses related to the Code of Ethics
- b. Promote the ethical culture within the organization, as well as periodically review and update the regulations of good practices and conduct of people in the company's operations.
- c. Ensure that all reports of deviations, faults incurred, or non-compliance with current regulations and standards that are received through any internal or external means are received and attended to.
- d. Establish sanctions and action plans in cases related to breaches of the Code of Ethics that represent a significant negative impact for the company.
- e. evaluate the Reporting Channels and analyze if their strategy is working correctly or if they need to make adjustments.
- f. promote values and principles at all levels, as well as promote integrity plans under ethical policies of zero-tolerance for the most serious acts.

#### 9.5. Employees

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The Ethics Program contemplates at least the following functions:

- a. Promote a culture of compliance with what is established in the standards, policies and procedures of the Transparency and Business Ethics Program within the work area and its co-workers.
- b. Serve as a liaison with the Compliance Officer and provide support and inform him of warning signs that are detected to strengthen the prevention, control and administration tasks of the Transparency and Business Ethics Program.
- c. Attend training and training on topics of the Transparency and Business Ethics Program.
- d. Promote improvements if considered to strengthen controls regarding the prevention of the risk of Corruption and Bribery.

#### **9.6 Fiscal Auditor:**

The company's Statutory Auditor will have the following functions with respect to the PTEE:


- a. Report to the competent authorities any act of Corruption that you become aware of in the course of your duties. In fact, article 32 of Law 1778 of 2016, which adds paragraph 5 of article 26 of Law 43 of 1990, imposes on tax auditors the express obligation to report to the criminal, disciplinary and administrative authorities, for the alleged commission of crimes that he detects in the exercise of his position, even despite professional secrecy.
- b. They must bring these facts to the attention of the corporate bodies and the administration of the company.
- c. The corresponding complaints must be presented within six (6) months following the moment in which the fiscal auditor became aware of the facts.
- d. You should pay special attention to alerts that may give rise to suspicion of an act related to a possible act of Corruption.

## **10. STAGES OF THE TRANSPARENCY AND BUSINESS ETHICS PROGRAM**

### ***10.1 Identification of the risk of corruption and transnational bribery***

The identification of the risks of Corruption and Transnational Bribery is based on the analysis of the particularities and activities of the Organization, its size, structure and delegation of decision-making power. Regarding the services offered, their nature and complexity, the business model and the parties involved, both private and public, are taken into account.

With the result of the diagnosis, an interview is carried out with the areas and collaborators with the greatest exposure to risk.

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### 10.2. Measurement or evaluation of corruption and transnational bribery risk

To measure the risks of Prevention of Corruption and Transnational Bribery, that is, the calculation of the possibility or probability of occurrence and impact, once the risk identification phase was completed, the following procedure was carried out:

- Inherent risk scenarios (before applying the controls) and residual risk (once the controls were applied) were proposed.
- Each participant was asked to rate the probability of occurrence and possible impact of each identified risk, both before and after the implementation of the controls determined by The Organization.

For the measurement or evaluation of Risk, the following scales were used:

Probability, understood as a measure (expressed as a percentage or ratio) to estimate the possibility of an incident or event (risk) occurring or materializing, will be measured through the following probability scale:

CORRUPTION AND BRIBERY RISK MEASUREMENT		
PROBABILITY		
DESCRIPTION	CALIFICACIÓN	RANGO
Almost Certain	5	81% al 99%
Likely	4	61% al 80%
Possible	3	41% al 60%
Unlikely	2	21% al 40%
Queer	1	0.1% al 20%


Table 1. Risk Probability

The impact understood as the effect that the materialization of a risk could have, whether quantifiable or not, will be measured using the following scale:

IMPACTO DEL RIESGO DE CORRUPCION Y SOBORNO			
DESCRIPCIÓN	DEFINICIÓN	CALIFICACIÓN	RANGO
Catastrófico	Perjuicios que generan pérdida de capacidad de producción con efectos nocivos	5	81% al 99%
Mayor	Perjuicios extensivos que generan pérdida en la capacidad de producción sin efectos nocivos	4	61% al 80%
Moderado	Perjuicios que se contienen localmente y con asistencia externa	3	41% al 60%
Menor	Pocos perjuicios que se contienen local e inmediatamente	2	21% al 40%
Insignificante	No genera perjuicios significativos	1	0.1% al 20%

Table 2. Risk Impact

For the measurement or evaluation of risks, they must be qualified taking as reference the two previous variables (Probability and Impact) in relation to each risk factor and the associated risks respectively, to then multiply their values, and obtain the Risk qualification. Inherent, that is, without the implementation of controls. The Inherent Risk level will be the result of applying the following formula:

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**Formula:** (Probability) x (Impact) = Inherent Risk

### • Risk Prioritization

With the rating obtained through the methodology described above, the individual measurement of each of the identified risk events is achieved and the risk area in which they are located is graphically established. Once consolidated in a risk matrix, the action or decision-making plans to be implemented are identified and proposed, with the help of a measurement table, as follows:

INHERENT RISK ASSESSMENT						
P R O B A B I L I T Y	Almost Certainty					
	Likely					3
	Possible		4		9	
	Unlikely					
	Queer			1		
		Negligible	Minor	Moderate	Major	Catastrophic
IMPACTO						

Table 3. Risk Map

Each of the calculated risk levels implies an action to follow, as indicated in the following table and according to the area identified in the risk matrix, as follows:

RISK LEVEL		
Risk level	Treatment	General Equivalences
Extreme Risk	Requires immediate action.	21 a 25
High Risk	Needs attention from senior	16 a 20
Moderate Risk	Managerial responsibility	11 a 15
Minor Risk	Review of the application of	6 a 10
Low Risk	Manage through routine	0 a 5


Table 4. Risk Level

## 11. CONTROL AND MONITORING OF RISKS

The Organization, in order to reduce the possibility or probability and/or impact in the event that inherent risks materialize, establishes controls based on:

- **Legal regulations:** Laws, Decrees, Circulars, Resolutions, among others.
- **Identified risks or internal events:** Risk situations or events presented historically (fraud, audit findings or reports, reports of suspicious operations, among others).
- **Identified risks or external events:** Typologies of detected or documents of warning signs in business activity published by entities such as the UIAF, Asobancaria, to mention a few.



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In order to obtain the residual risk of the Organization, an evaluation of the controls associated with each inherent risk is made, which contemplates:

**a. Control design**

The control design is an assessment of how effective, efficient, timely and relevant the measure can be, when considering the mitigation effect, its implementation costs and its objectives.

The qualification or assessment of the control will result from combining the risk mitigation effect and the coverage achieved, according to the desired objectives.

**b. Maximum control coverage**

The maximum control coverage corresponds to a quantitative or qualitative or mixed scale that allows establishing a mitigation measure. It is very difficult for a measure to mitigate a risk 100%, but it could be very close if adequate coverage is achieved with a proportional implementation cost.

**c. Control effect**

For risks, the control or measure implemented directly mitigates the impact or the probability or both at the same time.

**d. Existence of control**

The implemented control can be an action, mechanism or tool that contributes to the prevention of risk or the reduction of the effects (probability and impact) of the risk.

Sometimes the same control or measure serves to mitigate more than one risk. In any case, controls must lead to reducing risks and must be sufficient, understandable, effective, economical and timely.


**e. Control Description**

The main controls implemented in the Organization are:

Verification in databases, data verification, request for information, telephone confirmation, reporting of risk situations, special notes in a log, application of the sanctioning regime, inclusion and application of contractual clauses, among others.

**f. Control classification.**Control can be classified into:

- **Preventive Control:**Action that is implemented to prevent deviations or non-compliance with a process. Establishes the necessary conditions so that the error or malicious intent does not occur. It is executed before starting a critical process or step. Preventive controls are generally the most cost-effective.
- **Detective Control:**Action implemented to identify deviations during the execution of a process or its non-compliance. The effectiveness of this type of control will depend mainly on the time interval between the execution of the process and the execution of the control. It identifies the error, but

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does not prevent it, it acts as an alarm that allows the problem and its causes to be recorded. It serves to verify the operation of the processes and their preventive controls.

- **Corrective Control:** Action implemented in order to correct the deviations identified once the process is completed or its non-compliance. It allows you to investigate and rectify errors and their causes, and is intended to ensure that the necessary actions are taken to solve them.

#### g. Control documentation

The procedures, booklets, guides, records, inspections, visits, staff training, implementation of policies, definition of standards, optimization of processes and procedures, implementation of technological controls, reforms of contractual clauses, celebration of insurance contracts, are documented. properly.

#### h. Nature of control (semi-automatic or automatic)

The different controls established by The Organization can be manual, semi-automatic or automatic.

#### i. Control effectiveness

Once this evaluation has been carried out, you obtain:


- The risk coverage achieved with control in percentage terms.
- Risk coverage on scale.
- Failure to cover risk with control.

The above will help determine the final risk assessment taking into account the effect of the controls (Residual Risk), and the level of risk exposure can be established with respect to the rating given to it in the measurement stage.

By obtaining the residual risk, the risk area in which they are located is graphically determined, in order to clearly establish the treatment that will be given to each of them.

## 12. INDICATORS

Name	Formula	Goal	Unit test	Source of the information for the calculastion	Time
Bussines ethical climate survey	Avg. Survey results	$\geq 80$	%	Bussines ethical climate survey	Yearly
Bussines LAFT climate survey	Avg. Survey results	$\geq 80$	%	Bussines LAFT climate survey	Yearly

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### 13. RELATED DOCUMENTS

- Code of Ethics and Business Commitment.Risk Matrix Business Ethics Program.
- Internal regulations
- SAGRILAFT Comprehensive Manual.
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### 14. CHANGE CONTROL

VERSION	REASON	RESPONSIBLE	DATE
1	Creation of the transparency and business ethics program in compliance with standard 100-000011 of August 9, 2021.	Iveth Ibarra	28/03/2022
2	Update of the document, including greater detail of the due diligence procedure and secure line for complaints: the Super Sociedades complaint channels were added; Article 28 of Law 962 was added on the custody of information for 10 years.	director de Gestión y Ética Empresarial	26/11/2024