BUSINESS ETHICS AND TRANSPARENCY PROGRAM FOR THE PREVENTION OF CORRUPTION AND TRANSNATIONAL BRIBERY

COMMITMENT OF SENIOR MANAGEMENT

The Board of Directors and Legal Representative of INDUGEVI S.A., aware of the proper functioning, design, and implementation of SAGRILAFT and PTEE, are modifying the policies that have been in place until now to strengthen their culture and legality. The goal is to prevent reputational and/or economic losses and legal issues that could lead to criminal sanctions against the company.

We commit to fostering a culture of legality, rejecting dubious or illicit business proposals or activities. We aim to incorporate fair competition practices that promote spaces and customs oriented towards the legality of our activities. This includes avoiding corrupt and unsafe practices while promoting the development and strengthening of all stakeholder groups.

INDUGEVI S.A. joins the effort made by our country and international organizations in preventing these crimes. The company expresses its interest in ensuring the sustainability of its operations over time.

1. SCOPE

The PTEE is mandatory for INDUGEVI and its branches, as well as for its board members, administrators, employees, suppliers, contractors, associates, and strategic allies related to the Company. This manual contains policies designed by process leaders and INDUGEVI's compliance officer. These policies were presented to the board of directors for approval and subsequent implementation.

2. REGULATIONS

The regulatory framework covers laws and regulations both nationally and internationally. At the national level, prominent ones include the Anticorruption Statute, Law 1778, Decree 1736, and Law 2195, along with guidelines from the Superintendence of Companies. Internationally, agreements such as the Inter-American Convention against Corruption of the OAS, the United Nations Convention against Corruption (UNCAC), the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, and the Mérida Convention are recognized, all focused on preventing and combating corruption globally.

3. GENERAL OBJECTIVE

To establish guidelines and general principles to ensure the effective compliance of mechanisms for preventing, detecting, and reporting acts of Transnational Bribery and corruption in INDUGEVI. This approach applies to a wide range of stakeholders, including members of the Board of Directors, Senior Management, Employees, Suppliers, Contractors, Associates, Strategic Allies, Business Partners, and other individuals or entities related to the company. The objective is to promote an ethical business environment, ensuring compliance with laws and regulations, strengthening the trust of all stakeholders, and preserving the organization's long-term reputation.

4. ORGANIZATIONAL STRUCTURE

We have the following organizational structure that allows us to sustain this program.

PLACING INDUGEVI PRINCIPLES

4.2 INDUGEVI VALUES

RISK MATRIX

The company develops a risk matrix considering risk factors such as operational countries, economic sectors, third parties, company size, nature of the company, and specific activities, among others.

5. POLICIES AND PROCEDURES

The INDUGEVI Corporate Transparency and Ethics Program establish policies and procedures to prevent corruption and transnational bribery. These policies are essential within the company's Corruption and Transnational Bribery Management System and are updated annually. To ensure compliance, due diligence and audit procedures are implemented, effective communication channels are established, and audit findings are tracked. These policies are approved by the Board of Directors, backed by the Compliance Officer, and communicated to all involved parties in the company's activities.

Compliance with the program's policies and procedures is mandatory for all involved parties, ensuring stability and continuity over time.

5.1 CORPORATE TRANSPARENCY AND ETHICS PROGRAM POLICY - PTEE

No business relationship will be established at **INDUGEVI** when fundamental doubts arise regarding the legality of operations until an assessment is conducted to determine the potential risk exposure for the Company.

INDUGEVI, with the aim of ensuring that all its operations are conducted ethically, transparently, and in accordance with the applicable laws in the countries where the company operates, establishes, and communicates its guidelines regarding Transnational Bribery and corruption to all involved parties through its PTEE.

The purpose of this Policy is to integrate and coordinate the necessary actions to prevent and control potential situations of fraud, bribery, and corruption and to communicate the established guidelines to the counterparts with whom the company interacts.

INDUGEVI "DOES NOT TOLERATE" any form of business, transaction, agreement considered as bribery, corruption, or fraud.

This Policy is guided by the principles and guidelines established in the **COMPANY'S CODE OF ETHICS - CONDUCT GUIDE**, where rules, tools, and controls are individually and collectively grouped to generate an environment of transparency, integrating different systems developed for the prevention and detection of actions contrary to the Law and internal regulations, maintaining adequate channels to facilitate communication of these matters within the company.

Direct and indirect bribes are prohibited within **THE COMPANY**, as well as offering and/or accepting proposals in cash or in kind for the sale and purchase of products and services, payments to public collaborators; to collaborators, representatives, suppliers, and distributors, and accepting and/or offering any payment in cash or in kind to perform or expedite any type of procedure.

If information about suspicious activity from a client, supplier, collaborator, or others is known and it is considered that the business relationship should not be extended between them and the company, notice must be given to the immediate supervisor and the compliance officer to prevent unfavorable repercussions and submit the case reports to the competent authority.

5.2 SPECIFIC DUTIES

In compliance with the Basic Legal Circular (Chapter XIII, Section 5.1.5), the company has established specific responsibilities based on its organizational structure and legal requirements. A Compliance Officer has been appointed to oversee the program and assign tasks to roles exposed to the risk of corruption and transnational bribery, with the purpose of ensuring its proper functioning and fostering integrity and ethics within the organization.

5.3 RISK-BASED APPROACH

The Corporate Transparency and Ethics Program (CTEP) relies on robust risk management to effectively combat corruption and transnational bribery. Its Risk Management Policy, aligned with strategic planning, assesses economic, human resource, environmental, and reputational impacts. It utilizes an Integrated Risk Management System encompassing risk identification, evaluation, treatment, monitoring, and communication. The Company is committed to maintaining high ethical standards and transparency in its operations.

5.4 REPORTING OBLIGATION POLICY

It is the responsibility of senior management members and other collaborators to report to the Compliance Officer any unusual and/or suspicious event or situation that leads them to believe there has been or may be an attempt to violate the Corporate Transparency and Ethics Program for the Prevention of Corruption and Transnational Bribery.

5.5 CORPORATE POLICY FOR HANDLING PAYMENTS, COLLECTIONS, OPERATIONS SUPPORT, AND CHANGES IN OPERATIONS

The company:

- **a)** Will not make payments to third parties with whom no negotiation has taken place and for whom the company's defined linking procedure has not been executed.
- **b)** Will not carry out transactions in cash or any other payment method that does not allow traceability.
- **c)** Is not allowed to conduct operations that require cash payments as consideration for goods, services, or advances, except for payments made through petty cash, according to company policies, with a limit not exceeding $200,000 (COP).
- **d)** Payments and collections must be made through financial entities where the company has its bank accounts.
- **e)** When receiving or making cash payments equal to or greater than $10,000,000 Colombian pesos, the counterparty (client, supplier, or collaborator) must be requested to fill out the Funds Origin and Utilization Declaration format defined by the company. Additionally, the operation must be reported to the Compliance Officer for the relevant analysis and reports to be prepared.

The company will not make payments or collect funds from counterparts in cases where:

- **a)** There is no negotiation basis.
- **b)** The counterpart linking procedure defined by the Company is not complied with.
- **c)** Businesses, operations, and contracts will not be celebrated or executed without the respective internal or external support, duly dated and authorized by those with the authority to do so.

d) If the business, operation, or contract does not require the physical presence of the parties, this situation does not exempt compliance with counterpart linking policies, and special care will be taken regarding potential warning signs.

e) When modifications are made to the company's operations, which imply an increased risk of violating the CTEP for the prevention of corruption, those responsible for the affected process must assess the risk to which the Company could be exposed. If necessary, they must design controls for mitigation.

5.6 PARTNER KNOWLEDGE POLICY

Due diligence will be regularly conducted to know all partners, such as clients, suppliers, collaborators, and associates, considering their risk level. This will involve periodic reviews covering legal, financial, and credit aspects. Due diligence execution can be carried out by the company's collaborators or third parties, in accordance with the organization's Compliance Policy.

5.7 CONTRACTS OR AGREEMENTS WITH THIRD PARTIES

All contracts or agreements signed by the Company must contain clauses, statements, or guarantees that regulate the prevention of behaviors that constitute Transnational Bribery or, in general, any practice or act that could be considered corrupt, in accordance with the Corporate Transparency and Ethics Program.

5.8 RELATIONS WITH THIRD PARTIES ACTING ON BEHALF OF INDUGEVI S.A.

Third parties acting on behalf of INDUGEVI S.A. must ensure they act with absolute honesty, integrity, transparency, and strict compliance with the law. Third parties must refrain from offering or receiving money, gifts, benefits, discounts, job opportunities, or any consideration that could be interpreted as bribery or corruption.

5.9 CONFIDENTIALITY AND RESERVE

INDUGEVI has established a confidentiality and reserve policy according to its Data Treatment policy, which will be applied to all risk systems the company must comply with.

5.10 ARCHIVING AND DOCUMENT RETENTION

INDUGEVI S.A. will retain the documents and records related to the CTEP System in accordance with Article 28 of Law 962 of 2005, or the norm that modifies or replaces it. In any case, **INDUGEVI S.A.** will retain (physically or digitally) the documents for a period of ten (10) years from the last entry, document, or voucher, especially all documents that verify international business or transactions, contracts, in addition to constituting the support for negotiation and accounting records, constitute evidentiary support for any investigation that competent authorities may conduct.

5.11 DISCLOSURE AND TRAINING

At INDUGEVI S.A., we consider it essential that all our collaborators are fully informed about our CTEP Policy and Procedures Manual for the Prevention of Corruption and Bribery. This is done with the purpose of raising awareness about the corruption and transnational bribery risks our company faces, as well as highlighting the responsibilities of the administrators in preventing these acts and the consequences of not complying with the company's policies.

Additionally, we extend the disclosure of the CTEP to all our counterparts, with a special focus on those facing more significant risks, such as those involved in state contracting or sectors with a high degree of exposure to transnational bribery and corruption. The identification of these counterparts is based on our Risk Matrix and Compliance Policy, ensuring that our actions effectively address identified risks.

These activities will be carried out regularly, coordinated by the Compliance Officer, and will be supported by the communication and pedagogy strategy approved by the company's Board of Directors, with a minimum annual frequency.

For counterparts established outside the country, the CTEP will be shared with them translated into English, which is the language used for the commercial relationship.

5.12 CONFLICT OF INTEREST

The Company's counterparts (clients, suppliers, and collaborators) must declare their conflicts of interest according to internal control procedures. The Company's management bodies will make the relevant decisions regarding the situation of the conflict of interest.

There will be a conflict of interest when a situation arises in which the interests of the recipients of this **Corporate Transparency and Ethics Program** conflict with those of the Company in personal activities or in dealings with third parties, whether they are suppliers, contractors, clients, or others, and such a situation affects freedom and independence in decision-making.

5.13 CONTRIBUTIONS TO POLITICAL PARTIES OF ANY NATURE

INDUGEVI prohibits its employees, senior executives, and partners from giving, offering, or promising political contributions to parties, campaigns, or related third parties on behalf of the company. This prohibition includes charitable donations. However, outside their relationship with the company, they may make personal political contributions, taking measures to avoid confusion. Additionally, using company resources to support personal political contributions and seeking reimbursements from the company is prohibited. The aim is to ensure transparency and prevent personal political actions from affecting the company's reputation.

Regarding Counterparts

Counterparts must refrain from conducting business with natural or legal persons known to engage in business behavior contrary to the laws. If proven, the contractual relationship will be terminated.

5.14 DONATIONS POLICY

The Shareholders' Assembly sets the annual donation limit. Any transfer of cash or fixed assets as a donation must have the approval of the General Manager. Priority will be given to donations that have a positive social impact on communities near our operations, especially those promoting education and social development and sharing values with the company. Donations to non-legitimate beneficiaries are prohibited. In-kind donations will be valued according to the policy.

5.15 INTERNAL ACCOUNTING CONTROL SYSTEM

The company established an internal accounting control system that ensures transactions comply with management approvals, are adequately supported, are prepared according to accounting standards, and are carried out with clear procedures for account reconciliation.

5.16 FRAUDULENT FINANCIAL INFORMATION

Management ensures that the generation of financial information complies with the policies, procedures, and internal controls that allow the identification of any type of fraud in the information. In the event of such a presentation, notice will be given to the Compliance Officer and the relevant authorities.

5.17 CASH HANDLING

In order to prevent corruption, compliance with the cash handling policy and the established procedure will be ensured.

5.18 FACILITATION PAYMENTS

It **is INDUGEVI S.A.**'s policy that "facilitation payments" (small payments to expedite government procedures) are prohibited, whether in cash or in kind.

5.19 PAYMENT OF REMUNERATIONS, FEES, COMMISSIONS, AND ADVANCES

Those responsible for negotiating with contractors have the responsibility to ensure that transactions comply with the fair market value and do not accept personal considerations. Additionally, those supervising contracts must report any signs of corruption to the Compliance Officer. Commissions agreed upon with the commercial team must strictly comply with the company's established procedure.

5.20 GIFTS OR BENEFITS TO THIRD PARTIES

The provision of gifts to third parties is restricted at INDUGEVI. Employees must not give money or objects to public officials or representatives of private companies to gain advantages or influence decisions. They must not use their position to request personal favors from contractors. INDUGEVI will only reimburse expenses related to gifts, representation expenses, and trips if they are reasonable and appropriate for business relationships. Any doubts regarding this matter should be discussed with the immediate supervisor or the Compliance Officer.

5.21 NO RETALIATION GUARANTEES

INDUGEVI will not tolerate any form of retaliation against individuals who ask questions or make good-faith reports about violations or possible attempts to violate the provisions of policies and procedures to prevent corruption and transnational bribery. The Company ensures that none of its reporting employees will be subject to reprisals for reporting violations of the law or the corruption prevention policies.

5.22 PREVENTION OF WORKPLACE HARASSMENT

The Company is committed to maintaining a work environment against harassment, including language or behavior that may be intimidating, discriminatory, and/or offensive. For this purpose, norms for Workplace Harassment are established in Chapter XVII of the Internal Labor Regulations.

5.23 EXPENSES RELATED TO ENTERTAINMENT, FOOD, LODGING, AND TRAVEL ACTIVITIES

Employee trips financed by INDUGEVI must be directly related to their responsibilities within the company. To request reimbursement for travel expenses, the established procedure must be strictly followed. At the end of the trip, all employees must submit an expense report in the format provided by INDUGEVI, attaching invoices, electronic transfers, and internal receipts for cash delivery. This ensures that expenses can be properly accounted for.

5.24 ANTI-CORRUPTION AND BRIBERY CLAUSES IN CONTRACTS

INDUGEVI is committed to ensuring maximum mitigation of risks associated with Acts of Corruption and Transnational Bribery in the execution of the contracts it signs. To this end, all contracts entered into between INDUGEVI and its employees, contractors, third parties, or intermediaries will include clauses intended to safeguard and provide INDUGEVI legal avenues of protection in case the counterparty engages in Acts of Corruption or Transnational Bribery.

Therefore, in each contract, INDUGEVI will notify the counterparty of the obligation to comply with the Anti-Corruption and Anti-Bribery Provisions, as well as the existence of this Program. According to the contract stipulations, the Contractor is obliged to comply with the Anti-Corruption and Anti-Bribery Provisions, as well as the responsibilities that this program entails. In case of non-compliance, INDUGEVI may exercise the termination powers contractually established.

5.25 DUE DILIGENCE TO MITIGATE ACTS OF TRANSNATIONAL BRIBERY

In the event that INDUGEVI engages in operations related to mergers, acquisitions of assets, shares, quotas, or other corporate restructuring processes at a national or international level, a review will be conducted as part of the due diligence procedures established in the manual, aimed at informing and engaging counterparties.

This review will focus on evaluating legal, financial, and accounting aspects related to business and transactions at both national and international levels, in order to identify potential risks of bribery and corruption that may affect both the company and its subsidiaries and contractors.

5.26 PROCEDURES TO MONITOR AND SUPERVISE COMPLIANCE POLICIES AND THE PTEE

Procedures are conducted to oversee Compliance Policies and the Corruption Risk Prevention Program (PTEE) at INDUGEVI. The Compliance Officer is responsible for monitoring corruption risk in relationships with State Entities and in national and international transactions. Regular audits, due diligence, and surveys of employees and contractors are carried out to ensure the effectiveness of the PTEE.

5.27 UPDATE OF ETHICS AND TRANSPARENCY PROGRAM POLICY AND MANUAL

The Policy and Procedure Manual for the ethics and transparency program will be updated in case of changes in INDUGEVI's activities that could affect the level of Risk C/ST or at least every two (2) years. If substantial modifications occur, these must be resubmitted for approval by the Board of Directors.

SANCTIONS

Non-compliance with these rules will have serious consequences for the Company. Failure to comply with what is established in this document implies not meeting the special obligations that apply to all employees according to Article 58 of the Substantive Labor Code. This is reflected in Article 62, subparagraph a), numeral 6 of the same code, and in Chapter XVIII of the Internal Labor Regulations. This involves not following the employer's orders and instructions, which will be considered a serious offense, and in any case, disciplinary sanctions will be applied as appropriate, after conducting an investigation into the given breach.

Regarding other counterparties, they must comply with what is agreed upon in the contract that regulates the obligations and rights of both parties, following the established legal procedures to terminate the contractual relationship if necessary.

5.28 REPORTING LINE OR ETHICS LINE

All individuals associated with INDUGEVI's activities have a duty to report any deviation from the Company's Policies to the Compliance Officer or anonymously through the enabled reporting channels:

lineaetica@indugevi.com.co

Cellphone +57 3135064624

In relation to the reports, INDUGEVI has established the following:

• Reports can be made anonymously.

• Investigations are conducted responsibly and confidentially following a previously established procedure.

• Whistleblowers are not required to provide evidence or conduct prior investigations.

Additionally, the Superintendence of Companies has established a channel for reporting **Transnational Bribery** at the following link:

https://www.supersociedades.gov.co/delegatura_aec/Paginas/Canal-de-Denuncias-SobornoInternacional.aspx

Similarly, the Transparency Secretariat has set up a channel for reporting Corruption at the following link:

http://www.secretariatransparencia.gov.co/observatorio-anticorrupcion/portal-anticorrupcion

SIGNALS OF ALERT

A. IN THE ANALYSIS OF ACCOUNTING RECORDS, OPERATIONS, OR FINANCIAL STATEMENTS:

1) Invoices that appear to be false or do not reflect the reality of a transaction, are inflated, or contain excessive discounts or refunds.
2) Operations abroad with highly sophisticated contractual terms.
3) Funds transferred to countries considered tax havens.
4) Operations lacking a logical, economic, or practical explanation.
5) Operations departing from the normal course of business.
6) Operations where the identity of the parties or the origin of funds is unclear.
7) Assets or rights included in financial statements that lack real value or do not exist.

B. IN THE CORPORATE STRUCTURE OR BUSINESS OBJECTIVES:

1. Complex or international legal structures without apparent commercial, legal, or fiscal benefits or owning and controlling a legal entity without a commercial purpose, particularly if located abroad.
2. Legal entities with structures involving domestic trusts, foreign trusts, or non-profit foundations.
3. Legal entities with "offshore entities" or "offshore bank accounts" structures.
4. Non-operational companies under the terms of Law 1955 of 2019 or those that, due to business development, could be considered "shell entities," reasonably not fulfilling any commercial purpose.
5. Entities declared as fictitious suppliers by the National Tax and Customs Directorate (DIAN).
6. Legal entities where the Ultimate Beneficial Owner is unidentified (as defined in Chapter X).

C. IN THE ANALYSIS OF TRANSACTIONS OR CONTRACTS:

1) Frequent use of consultancy contracts, intermediation, and joint ventures.
2) Contracts with contractors or state entities that appear legal but do not reflect precise contractual duties and obligations.
3) Contracts with contractors providing services to a single client.
4) Unusual gains or losses in contracts with contractors or state entities without commercial justification.
5) Contracts containing unreasonable variable remunerations or payments in cash, Virtual Assets (as defined in Chapter X), or in kind.
6) Payments to PEPs (Politically Exposed Persons) or individuals closely related to them.
7) Payments to related parties (associates, collaborators, subsidiary companies, branches, among others) without apparent justification.