



BUSINESS ETHICS AND TRANSPARENCY PROGRAM MANUAL

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HARINERA PARDO S.A.

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1. INTRODUCTION

The Transparency and Business Ethics Program of **HARINERA PARDO S.A.**, hereinafter referred to as (THE COMPANY), aims to define, promote, and communicate the Company's policies, values, and principles to ensure that its corporate purpose is carried out in an ethical, transparent, and honest manner, while establishing the framework under which risks related to bribery and corrupt practices may be identified, detected, prevented, and mitigated.

By engaging in global operations, the Company may interact with local and foreign government officials and establish business relationships worldwide. Accordingly, it is committed to complying with all anti-corruption laws applicable to conduct that could be considered bribery.

Manuals serve as documentary support tools that compile the regulatory and organizational guidelines that must be strictly complied with. In this case, the aim is to clearly and simply inform individuals of how to act within the Company through the policies of the Business Ethics and Transparency Program (BETP). It is therefore necessary to understand that employee conduct must be aligned with general standards that do not cause individual harm and that contribute to strengthening habits and formative attitudes that empower individuals and promote the building of a better society.

This manual must be complied with by all the Company's collaborators, so that its principles are reflected in every action, out of conviction and as an expression of a preventive purpose.

The provisions of this manual apply to all Company employees, without exception. Any employee who has information or knowledge of a violation of this manual is required to report it immediately to the Human Resources department, which will make the appropriate reports to Management.

This manual is intended for the knowledge of all Company employees, who are required to comply with it.

Likewise, part of the content of this manual applies to the implementation of a transparent business model that governs commercial relationships with the Company's customers and suppliers of goods and services.



2. OBJECTIVE

Define and regulate the policies, procedures, and instruments that enable the effective prevention of risks related to Corruption and Transnational Bribery to which the Company may be exposed as a result of its own actions and those of its related parties and counterparties with whom it maintains commercial or contractual relationships.

Likewise, we seek to identify, analyze, and assess risks in order to implement measures that protect the Company from risks arising in the development of its strategic, operational, and support processes. Such measures should be aimed at avoiding and preventing risks and ensuring the continuous improvement of processes.

Therefore, this manual serves as a compliance guide to address the main corporate risks associated not only with crimes related to corruption or transnational bribery, but also to promote the effective management of the risks to which the Company may be exposed. It will also enable the identification of warning signs or alerts of events that may lead to the materialization of such risks and provide guidance on good business practices to prevent them.

Compliance with the rules that regulate and promote transparency in business not only has a preventive approach to corrupt practices, but also, through their implementation by the Company, fosters a favorable environment for economic growth through innovation and free competition.

Consequently, the Company has decided to implement and adopt the BETP in order to strengthen internal control and sound transparency practices in the conduct of its corporate purpose. This is achieved through the implementation, in the ordinary course of business, of the established guidelines, taking into account the applicable regulatory framework.

By developing a BETP, the Company publicly declares, through its Board of Directors and/or General Assembly of Shareholders, its commitment to comply with all anti-corruption laws related to conduct that could be considered bribery, to conduct business responsibly, and to foster a transparent corporate culture.

3. SCOPE

Each and every one of the Company's processes that are directly or indirectly related to the national and international transactions it carries out are subject to this manual and must be strictly observed and complied with by administrators, collaborators, Associates,



Subsidiaries, Contractors, Counterparties, and other third parties with whom the Company maintains commercial or contractual relationships. In particular, but without limitation, the BETP must be observed and complied with by all individuals who have direct or indirect contact with Foreign and Domestic Public Servants.

There are no exceptions to compliance with this program. No economic, business, or commercial reason will be sufficient to justify a violation of the policies and principles set forth in the Program and in this Manual.

The BETP will be updated and supplemented as required by the needs of the entity and the nature of the Company's activities.

4. GENERAL PRINCIPLES OF THE BETP

The integrity of the Company is non-negotiable; therefore, it maintains a zero-tolerance policy toward corruption or bribery of any kind and ensures that all employees comply with the highest ethical standards of conduct in the performance of the Company's business activities. Therefore, the general guidelines are:

- No employee shall be involved in acts of national or international bribery.
- No related third party may engage in bribery on behalf of the Company.
- The Company does not engage in activities involving any irregularities.
- The Company maintains complete and accurate books and records of all expenses incurred.
- The company complies with all applicable legal regulations.
- No employee shall be involved in acts of corruption.
- The Company does not permit business relationships associated with acts of corruption.
- The Company reserves the right to decline approval of commercial or contractual relationships with individuals who are accused, prosecuted, or disqualified from contracting with the State for acts of corruption.

5. CORPORATE VALUES:

As approved by the Board of Directors and/or the General Assembly of Shareholders, all Company employees must incorporate the following values into their conduct. Honesty, fairness, and integrity.



All partners, managers, and collaborators who become aware of information regarding suspicious activity by a customer and/or supplier and believe that no business relationship should exist with the Company are required to immediately inform their superiors in order to align criteria and prevent adverse repercussions, and to submit the corresponding reports to the BETP Compliance Officer.

All individuals associated with the Company, whether through an employment or legal relationship, must act with fidelity, loyalty, honesty, legality, and truthfulness in all activities related to business practices, as an intrinsic standard of personal conduct. They are also required to strictly comply with the law, uphold the highest ethical principles and internal regulations, and place adherence to ethical standards above the pursuit of business objectives. The manner in which results are achieved is as important to the Company as the results themselves.

6. DEFINITIONS

For the purposes of this Manual and its annexes, the concepts and terms used with initial capital letters shall have the meanings set forth below, regardless of whether they are used in the singular or plural.

Total Assets: All current and non-current assets recognized in the statement of financial position that correspond to the economic resources controlled and held by the Company.

Associates: Refers to individuals or legal entities that have contributed money, labor, or other assets with an assessable monetary value to a corporation or sole proprietorship, in exchange for quotas, equity interests, shares, or any other form of participation contemplated under Colombian law.

Compliance Audit: The systematic, critical, and periodic review of the proper implementation and execution of the BETP.

Complaints Channel: The online reporting system for reporting acts of Transnational Bribery, made available by the Superintendency of Companies through its website.

Basic Legal Circular: Basic Legal Circular No. 100-000005 of 2017 issued by the Superintendency of Companies, including any amendments thereto.

Contractor: Refers, in the context of a business or transaction, to any third party that provides services to the Company or maintains a contractual legal relationship with it, of any nature. Contractors may include, among others, suppliers, intermediaries, agents,



distributors, advisors, consultants, and individuals who are parties to collaboration or risk-sharing agreements with the Company.

State Contract: As defined in Article 32 of Law 80 of 1993.

Corruption: Any conduct intended to improperly benefit the Company or seek an undue benefit or interest, without using formal transactional mechanisms, or that is used as a means to commit crimes against public administration or public assets, or to engage in acts of Transnational Bribery.

Due Diligence: In the context of this Chapter, it refers to the ongoing and periodic process of review and evaluation that must be carried out by the Obligated Entity in accordance with the Corruption or Transnational Bribery risks to which it is exposed.

Employee: An individual who is required to provide personal services under an employment relationship or a services agreement with the Company or any of its Subsidiaries.

Company: The commercial company, sole proprietorship, or branch of a foreign company supervised by the Superintendence of Companies, pursuant to Articles 83, 84, and 85 of Law 222/1995.

Obligated Entity: The company identified in Sections 4.1, 4.2, and 4.3 of External Circular 100-000011 of 2021 issued by the Superintendence of Companies.

State Entity: As defined in Article 2 of Law 80 of 1993.

Risk factor: Possible elements or causes that generate Corruption and/or Transnational Bribery (C/TB) Risk for any Supervised Entity.

Law 1778: Law 1778 of February 2, 2016.

Risk Matrix: The tool that enables the Supervised Entity to identify Corruption or Transnational Bribery risks.

Corruption Risk Matrix: The tool that enables the Supervised Entity to identify the Corruption risks to which it may be exposed.

Transnational Bribery Risk Matrix: The tool that enables the Supervised Entity to identify the Transnational Bribery risks to which it may be exposed.

International Business or Transactions: Business or transactions of any nature carried out with foreign natural or legal persons under public or private law.



OECD: The Organization for Economic Cooperation and Development.

Compliance Officer: The individual responsible for performing the functions and fulfilling the obligations established under applicable legal regulations. The same individual may, if so decided by the competent bodies of the entity supervised by the Superintendency of Companies and if legally permissible, also perform functions related to other risk management systems, such as those aimed at preventing money laundering, the financing of terrorism, and the proliferation of weapons of mass destruction.

Politically Exposed Person or PEP: As defined in Article 2.1.4.2.2.3 of Decree 1081 of 2015, as amended by Article 2 of Decree 830 of July 26, 2021.

Compliance Policies: The general policies adopted by the Supervised Entity to conduct its business and operations in an ethical, transparent, and honest manner, and to enable the identification, detection, prevention, and mitigation of Corruption or Transnational Bribery risks.

Transparency and Business Ethics Program or BETP: The document that incorporates the Compliance Policies and the specific procedures assigned to the Compliance Officer for their implementation, aimed at identifying, detecting, preventing, managing, and mitigating Corruption or Transnational Bribery risks that may affect a Supervised Entity, in accordance with the Risk Matrix and the other instructions and recommendations set forth in External Circular 100-000011 of 2021 issued by the Superintendency of Companies.

C/TB Risks: The risk of Corruption and/or the risk of Transnational Bribery.

Corruption Risks: The possibility that, through action or omission, the purposes of public administration are diverted, or public assets are affected for individual benefit. It may also be considered a corruption risk when a person, directly or indirectly, or through a third party, makes promises, offers, or grants gifts or undue benefits to individuals who hold management, decision-making, or employee positions within a privately owned company, foundation, or association, with the intent of obtaining a personal benefit or favoring a third party, thereby causing harm to the legal entity for personal gain.

Transnational Bribery Risks or TB Risk: The possibility that a legal entity, directly or indirectly, gives, offers, or promises a Foreign Public Servant sums of money, items of pecuniary value, or any other benefit or utility in exchange for such public servant performing, omitting, or delaying an act related to their functions in connection with an International Business or Transaction.



Foreign Public Servant: As defined in paragraph 1 of Article 2 of Law 1778.

Transnational Bribery or TS: The conduct defined in Article 2 of Law 1778.

Subordinate Company: As defined in Article 260 of the Code of Commerce.

SMMLV: The current legal monthly minimum wage.

7. REGULATORY FRAMEWORK

For the development of the Company's BETP, the following international and national provisions and standards shall be taken into consideration:

- Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (OECD 1997)
- United Nations Convention against Corruption (UNODC 2003)
- Inter-American Convention against Corruption of the Organization of American States (OAS)
- Criminal Law Convention on Corruption of the Council of Europe
- Civil Law Convention on Corruption of the Council of Europe
- African Union Convention on Preventing and Combating Corruption
- United Nations Convention against Corruption (UNCAC)
- Commonwealth Fraud Control Guidelines (1997)
- Australian Fraud and Corruption Control Standard AS 8001-2008
- Comprehensive Anti-Fraud Strategy, aimed at strengthening fraud prevention and detection, improving conditions for fraud investigation, asset recovery, and deterrence. European Commission - 2011.
- Law 222 of 1995 establishes that the Superintendency of Companies is empowered to impose sanctions or fines.
- Law 1474 of 2011, which establishes rules to strengthen mechanisms for the prevention, investigation, and punishment of acts of corruption and to enhance the effectiveness of public management oversight.
- Law 1778 of 2016, which establishes rules on the liability of legal entities for acts of transnational corruption.
- Article 7(28) of Decree 1736 of 2020 assigns to the Superintendency of Companies the authority "to instruct, in the manner it deems appropriate, entities subject to its supervision on the measures to be adopted to promote transparency and business



ethics in their business practices and to establish internal mechanisms to prevent acts of corruption (...)", with the aim of fostering a greater number of companies, increased employment, and competitive, productive, and sustainable enterprises.

- External Circular No. 100-000011 of August 2021, issued by the Superintendency of Companies.
- External Circular No. 100-000012 of August 2021, issued by the Superintendency of Companies.

8. POLICIES FOR THE PREVENTION OF CORRUPTION AND TRANSNATIONAL BRIBERY

8.1 Absolute Prohibition Policy on Transnational Bribery

The Company does not tolerate transnational bribery in any form and does not allow or encourage its employees, associates, senior management, contractors, agents, intermediaries, or any other counterparties, whether directly or indirectly, to bribe foreign public servants on behalf of or for the benefit of the Company.

The Company prohibits bribery in all commercial transactions, whether carried out directly or through third parties, including, but not limited to, vendors, consultants, agents, representatives, contractors, suppliers, and any other intermediaries or counterparties with whom it maintains contractual or commercial relationships, in any form. This prohibition includes the granting or delivery, whether as full or partial consideration under a contract or through any means or channel, of undue benefits to customers, agents, contractors, suppliers, or their collaborators, where such benefits are intended to improperly benefit foreign public servants.

8.2 Firm Commitment Policy of the Board of Directors and/or the General Assembly of Shareholders.

The Board of Directors and/or the General Assembly of Shareholders, together with senior management, in order to demonstrate a visible and active commitment to the implementation of the Company's BETP, establish as Company policy that senior management and partners are irrevocably committed to the prevention of corruption and transnational bribery.



8.3 Transnational Bribery Risk Assessment Policy

For the proper implementation and effective operation of the BETP, a thorough identification and periodic assessment of the Transnational Bribery risk factors to which the Company is exposed must be carried out.

For this purpose, a risk identification methodology based on ISO 31000 has been designed and implemented, setting out the guidelines and calculation models for the assessment of identified risks, their causes, the applicable controls, and the monitoring framework.

See Annex No. 1: Risk Management Methodology

8.4 Knowledge of Counterparties Policy

For any engagement or commercial and/or legal relationship, it is mandatory for the Company to have adequate knowledge of the individuals or entities with whom it enters into any type of agreement, business, or commercial transaction, particularly those whose purpose, effect, or context involves an international transaction.

For these purposes, it is essential that the Company carry out due diligence procedures on its counterparties in order to determine, among other things, with whom it is negotiating, their background, and their reputation.

See Annex No. 2: NA-CU-PR-12 Due Diligence and Enhanced Due Diligence Procedure.

8.5 Donations and Contributions Policy

All support granted by the Company must be properly documented, and the Company shall ensure full transparency in such support to prevent it from being used as an improper or illegal incentive.

The Company's policy allows for potential collaboration through the provision of assets, goods, or services in response to specific circumstances that may arise from natural events, national public health emergencies, scientific research, or educational initiatives.

Such collaborations must be approved by General Management, which has the authority to determine the amounts, volumes, and scope of the Company's participation in the support provided. Once the donation or contribution has been delivered, the beneficiary must be requested to provide a certificate of receipt as supporting documentation. Likewise, a record of all donations shall be maintained using Annex No. 3, Donation Delivery Form.



8.6 Policies on Remuneration, Commission Payments and Gratuities

All commissions and remuneration earned by collaborators shall be paid in accordance with the internal policies set forth in the commission tables established by each area, and shall arise as a result of the commercial responsibilities assigned or the functions inherent to the contractual relationship with the Company.

It is the Company's policy not to make or permit the payment of commissions, remuneration, or contributions that are improper or prohibited under the applicable local or foreign jurisdictions in which it operates or may conduct business. The foregoing is intended to prevent the commission of Transnational Bribery.

8.7 Policy on gifts, travel, and entertainment.

Employees, managers, and partners of the Company must avoid situations involving conflicts of interest, as well as the appearance thereof, when giving or receiving gifts, entertainment, or travel from third parties that could be interpreted as a violation of the law or that could affect, or appear to affect, the recipient's independence or judgment in matters relevant to the Company or a third party.

Exceptions include institutional gifts or promotional invitations that are part of the ordinary course of business.

If the value of a gift exceeds the amounts set forth below, the employee must report it to the Transparency and Business Ethics Compliance Officer at cumplimiento@harinerapardo.co, who, together with the Human Resources Manager and the corresponding functional area manager, will determine whether the gift may be accepted or must be returned to the sender.

- General Manager and Members of the Board of Directors: gifts up to 5 SMMLV
- Executives, process heads, or middle management positions: gifts up to 0.25 SMMLV

All representation expenses or business travel by any employee must be conducted without lavish or extraordinary expenditure, in order to project an image consistent with the Company's corporate values.



8.8 Facilitation Payment Policy

No facilitation payments shall be made, as such payments are prohibited under the anti-bribery laws of most countries. Facilitation payments, also referred to as "expediting" payments or "gratuities," are small payments made to secure or expedite the performance of a routine action to which the payer is otherwise entitled.

This type of payment is used as fees paid to third parties who engage in lobbying activities and create access between parties that do not have a direct relationship, for the purpose of obtaining some form of benefit for the Company.

8.9 Policy on Contributions to Political Parties

The Company, its collaborators, and its intermediaries shall refrain from making contributions to political parties, candidates, political organizations, or politically involved individuals, including close associates, as a means of concealing acts of corruption or bribery.

8.10 Control and Audit Policy

It is the Company's policy to maintain books and records that accurately and fairly reflect its financial operations, accounting transactions, and dispositions of assets.

Employees, associates, and senior managers of the Company may not alter, omit, or misrepresent records in order to conceal improper activities or to inaccurately reflect the true nature of a recorded transaction.

The Company has corporate procedures for the proper recording of transactions, legal guidelines in accordance with the Code of Commerce, and adequate internal controls to prevent the concealment or disguise of bribes or other improper payments through transactions such as commission payments, fees, sponsorships, donations, representation expenses, or any other item used to conceal the improper nature of a payment.

8.11 Disqualifications and Incompatibilities Policy

Individuals holding the positions of Treasurer, Legal Representative, Accountant, Statutory Auditor, and/or any other position deemed necessary by the Company may not be appointed as Transparency and Business Ethics Compliance Officer.



8.12 Policy on Relations with the Public Sector

In its relations with the public sector, the Company establishes that any engagement with national authorities or public officials must be conducted directly through the Company's representatives or through industry associations.

Likewise, within the framework of good corporate practices, the Company shall promote among its employees and representatives the practice of holding meetings or interactions with public officials in the presence of at least two Company employees or representatives, particularly in the context of bidding processes or licensing procedures.

9. CORPORATE GOVERNANCE

9.1 Compliance with the Law

The Company shall fully comply with all applicable national and international laws and act in accordance with local guidelines and regulations. It is the responsibility of all process leaders to ensure, with legal or other appropriate advice when necessary, compliance with all local laws and regulations applicable to their respective business areas, including tax and foreign exchange controls.

9.2 Accounting Records and Standards

All of the Company's accounting documentation must accurately reflect the true nature of its transactions, assets, and business obligations, in compliance with applicable legal and regulatory requirements. The financial statements must be kept up to date and made accessible to those who need to verify the Company's financial and economic position. The creation of false, manipulated, incomplete, or voided records is prohibited.

All accounting and financial reports must be accurate and complete. Each transaction must be supported by appropriate documentation that allows for proper accounting, identification of the corresponding authorization levels, correct management of receipts and payments, and the accurate reconstruction and verification of transactions when required.

Employees shall refrain from disclosing or misusing privileged information, and under no circumstance may they misrepresent or falsify any information for personal or any other purpose.

In accordance with these principles, the Company prohibits:



- Creating unrecorded accounts or carrying out fictitious transactions.
- Accepting false records or payments from third parties without conducting due diligence.
- Falsifying, omitting or misrepresenting accounting or financial records.
- Destroying accounting documents before the applicable legal retention period.
- Submitting or justifying false or inaccurate expenses.

9.3 External Reporting

The Company may be required to submit statements or reports to regulatory authorities, governmental agencies, or other bodies, and, in some cases, to the media. When such reporting is required, it is essential that the information provided is accurate, timely, and not susceptible to misinterpretation.

In the case of sensitive or confidential information, disclosure shall be made only with the knowledge and authorization of senior management, given that such disclosure may have a significant impact on the Company's reputation, the value of its shares, and potential transactions such as mergers, acquisitions, or donations, among others.

10. DESIGN AND APPROVAL

The design of the BETP is based on an assessment of C/TB Risks (see Annex No. 4, BETP Risk Matrix), in accordance with the Company's economic activities and its internal and external context. To ensure the effective operation of the BETP, it specifically defines the responsibilities of each of the executive roles established in the regulatory framework. Under this premise, awareness of the scope of each collaborator's role within the Program and its proper sustainability over time is ensured.

11. UPDATING

However, the need to update the BETP and the Compliance Policies shall be reviewed at least every two (2) years, taking into account any changes in the Company's business activities that may affect the level of C/TB Risk, or in the event of updates issued by the Superintendence of Companies.



12. TRAINING AND OUTREACH

12.1 Training program

Information on prevention and the risks associated with corruption and transnational bribery forms part of the foundation of the Company's corporate culture. To this end, annual training activities will be implemented, and all employees are required to participate actively on a mandatory basis.

As a methodological strategy, these activities will be delivered through various tools designed to ensure broad and effective dissemination of information, such as in-person and virtual sessions, brochures, bulletin boards, email communications, the Company's website, digital learning modules, and any other resources the Company may develop, design, or update.

The training program will be implemented across all organizational levels of the Company, including from the time of initial engagement, in order to ensure the flow of information and the strengthening of knowledge. The Company also documents its intention to publicly disclose, through its website, information of value to its external counterparties regarding the BETP, as a measure to prevent and counteract Corruption and Transnational Bribery.

12.2 Disclosure Strategy

With the firm purpose of creating and maintaining an internal culture based on trust, in which bribery and corruption are not tolerated, the Company will promote and implement an annual internal and external disclosure strategy, supported by the tools used in the training program. Dissemination materials may be graphics, video, audio, or any other media the Company deems appropriate, in accordance with its available resources.

The topics covered will be selected based on the target audience for each activity, the Company's current needs, market or business context, regulatory changes, among other factors, and will always be related to the responsibilities established under the BETP policies. The process of knowledge transfer is complex and progressive; therefore, frequent reinforcement of certain topics through different approaches and perspectives will help reinforce the culture of compliance. The disclosure content will include, among other topics, the transparency policy between parties, the Code of Ethics, the anti-corruption and anti-bribery policy, the importance of the due diligence process, the policy



on gifts and donations, and the effective reporting channels, as well as other matters deemed relevant.

The Company, consistent with the commitment undertaken in implementing the BETP, will support the dissemination and understanding of information by providing the physical and financial resources necessary to carry out the planned training activities.

13. CONFLICT OF INTEREST MANAGEMENT FOR BETP

Situations that may give rise to a conflict of interest in relation to the functions and responsibilities assigned to the Company's employees at any organizational level will be taken into consideration.

Conflicts of Interest shall be governed by the guidelines established in the internal work regulations and must be reported to the Compliance Officer via email at cumplimiento@harinerapardo.co, using Annex No. 5. NA-CU-FT-20 Collaborator Conflict of Interest Declaration Form.

14. ROLES AND RESPONSIBILITIES

An appropriate structure is in place to support the effective and efficient prevention of national and transnational corruption and bribery risks.

In addition to, and in complement to, any other functions assigned to them under any other Company manual or policy, whether for the management of a specific risk or for any other purpose, the following corporate bodies shall have the functions and responsibilities set forth below:

14.1 Board of Directors and/or the General Assembly of Shareholders

- Issue and define the Compliance Policy.
- Define the profile of the Compliance Officer in accordance with the provisions of External Circular 100-000011 of 2021.
- Appoint the Compliance Officer.
- Approve the document setting forth the BETP.
- Assume a commitment to prevent C/TB Risks, enabling the Company to conduct its business in an ethical, transparent, and honest manner.
- Ensure the provision of the financial, human, and technological resources required by the Compliance Officer to perform their duties.



- Order the appropriate actions against Associates with management or administrative functions, Employees, and administrators who violate the provisions of the BETP.
- Lead an effective communication and training strategy to ensure the proper dissemination and understanding of the BETP Compliance Policies among Employees, Associates, Contractors (in accordance with the Risk Factors and Risk Matrix), and other identified stakeholders.

14.2 Legal Representative

- Submit, together with the Compliance Officer, the BETP proposal for approval by the Board of Directors and/or the General Assembly of Shareholders.
- Ensure that the BETP is aligned with the Compliance Policies adopted by the Board of Directors and/or the General Assembly of Shareholders.
- Provide effective, efficient, and timely support to the Compliance Officer in the design, direction, supervision, and monitoring of the BETP.
- Certify compliance with the provisions of this Chapter to the Superintendency of Companies, when so required.
- Ensure that the activities resulting from the implementation of the BETP are duly documented, so that the information meets the criteria of integrity, reliability, availability, compliance, effectiveness, efficiency, and confidentiality. Ensure that documentary records are retained in accordance with the provisions of Article 28 of Law 962 of 2005, or any regulation that amends or replaces it.

14.3 Compliance Officer

14.3.1 Requirements for Appointment as BETP Compliance Officer

The individual appointed as Compliance Officer of a Regulated Entity must meet at least the following requirements:

- Have decision-making authority to manage C/TB Risks and maintain direct communication with, and report directly to, the Board of Directors and/or the General Assembly of Shareholders.
- Possess sufficient knowledge of C/TB risk management and a thorough understanding of the Company's ordinary course of business.



- Have the support of an adequate human and technical team, commensurate with the level of C/TB Risk and the size of the Obligated Entity
- Not be part of Company management, corporate governing bodies, or the statutory audit function (including serving as statutory auditor or being affiliated with the statutory audit firm, if applicable), nor perform similar functions within the Obligated Entity.
- When not employed by the Obligated Entity, the Compliance Officer may be affiliated or not affiliated with a legal entity.
- Not serve as Compliance Officer, whether principal or alternate, for more than ten (10) companies. To act as Compliance Officer for more than one Obligated Entity: (i) the Compliance Officer must provide certification; and (ii) the appointing body must verify that the Compliance Officer does not serve in competing companies.
- In the event of a corporate group or a declared control situation, the Compliance Officer of the parent or controlling company may serve as the Compliance Officer for all companies within the group or conglomerate, regardless of the number of entities involved.
- Be domiciled in Colombia.

14.3.2 Functions of the Compliance Officer

- Submit, together with the Legal Representative, the BETP proposal for approval by the Board of Directors and/or the General Assembly of Shareholders.
- Present management reports to the Board of Directors and/or the General Assembly of Shareholders at least once a year. Ensure that such reports include, at a minimum, an evaluation and analysis of the efficiency and effectiveness of the BETP and, where applicable, proposed improvements. Demonstrate the results of the Compliance Officer's management and the Company's overall performance in complying with the BETP.
- Ensure that the BETP is aligned with the Compliance Policies adopted by the Board of Directors and/or the General Assembly of Shareholders.
- Ensure effective, efficient, and timely compliance with the BETP.
- Implement a Risk Matrix and update it in accordance with the Company's needs, its Risk Factors, the materiality of C/TB Risks, and the Compliance Policies.



- Define, adopt, and monitor actions and tools for the detection of C/TB Risks, in accordance with the Compliance Policies and the Risk Matrix, in order to prevent such risks.
- Ensure that appropriate channels are in place to allow any individual to report non-compliance confidentially and securely with the BETP and potential suspicious activities related to corruption.
- Verify the proper application of the whistleblower protection policy established by the Company and, with respect to employees, the workplace harassment prevention policy, in accordance with applicable law.
- Establish internal investigation procedures to detect non-compliance with the BETP and acts of Corruption.
- Coordinate the development of internal training programs.
- Verify compliance with the due diligence procedures applicable to the Company.
- Ensure the proper filing and retention of supporting documentation and other information related to C/TB risk management and prevention.
- Design the methodologies for the classification, identification, measurement, and control of C/TB Risks that will form part of the BETP.
- Evaluate compliance with the BETP and assess the level of C/TB Risk to which the Company is exposed.
- The Company shall notify the Superintendency of Companies in writing, addressed to the Office of the Delegate for Economic and Corporate Affairs, within fifteen (15) business days following the appointment, of the Compliance Officer's name, identification number, email address, and telephone number. Likewise, any change to the Compliance Officer or to their information must be reported to the Superintendency of Companies within fifteen (15) business days of such change.

14.4 Statutory Auditor

The Statutory Auditor shall report to the competent authorities any act of corruption of which they become aware in the performance of their duties. Indeed, Article 32 of Law 1778 of 2016, which adds paragraph 5 to Article 26 of Law 43 of 1990, expressly imposes on statutory auditors the obligation to report to the criminal, disciplinary, and administrative authorities any alleged criminal conduct detected in the performance of their duties, even notwithstanding professional confidentiality, in the following terms:



"5. Statutory auditors shall be required to report to the criminal, disciplinary, and administrative authorities any acts of corruption, as well as any alleged commission of crimes against public administration, the economic and social order, or economic assets that they detect in the performance of their duties. They shall also report such matters to the Company's governing bodies and senior management. The corresponding reports must be filed within six (6) months from the date on which the Statutory Auditor became aware of the facts. For the purposes of this article, statutory auditors shall not be bound by professional confidentiality obligations

In fulfilling their duties, the Statutory Auditor must pay special attention to alerts or indicators that may give rise to suspicion of acts related to potential Corruption.

14.5 All Employees

In light of the ethical principles established, the policies governing the Company's operations, and the philosophy on which they are based, all business conducted by the Company's employees in its name or on its behalf shall be carried out with absolute transparency and integrity.

The primary duty of employees is to maintain a firm commitment to the transparency, control, and anti-bribery policies established by the Company, as reflected in compliance with the following obligations:

- Know, apply, and comply with this BETP and the regulatory provisions on which it is based.
- Place adherence to ethical principles above the achievement of business objectives.
- Report any act of national or transnational corruption and/or bribery, as well as any corrupt conduct of which they become aware.
- Attend all required training sessions in order to become familiar with this BETP and comply with the Company's ethical standards.
- Report any actual or potential conflict of interest to their immediate supervisor and the Human Resources department.

All Company employees must maintain ethical and responsible conduct in accordance with good practices and ethical social standards. Any improper conduct outside the organizational environment, in activities representing the Company or where the employee displays any Company identifier, that may affect the conditions established in



this Manual or violate the BETP may be evaluated by Management for the application of appropriate sanctions or warnings.

15. STAGES OF THE BETP

15.1 Risk Management

The BETP establishes the stages for identifying, preventing, controlling, and managing C/TB Risks and the consequences of their materialization.

The risk management methodology shall be implemented in accordance with the ISO 31000 standard. All reasonable measures adopted through the methodology must be documented and retained in the event they are requested by any internal or external control body.

The information related to the identification of C/TB Risks is duly documented in the Risk Matrix, which sets out each identified risk together with its assessment and the controls applied for its mitigation.

See Annex No. 1, Risk Management Methodological Document.

Annex No. 4. BETP Risk Matrix.

15.2 Segmentation

Segmentation is the process of classifying risk factors into homogeneous groups that require differentiated treatment for the purposes of managing Corruption and Transnational Bribery (C/TB) risks. The classification is based on the identification of significant differences in their characteristics.

Segmentation should seek homogeneity within each identified segment and heterogeneity among segments. The purpose of segmentation is to apply differentiated monitoring strategies to counterparties based on the combination of each C/TB Risk Factor and other relevant variables.

Segmentation allows the Company to focus on those segments with a higher risk profile. In this manner, enhanced monitoring is applied to those third parties that, due to their characteristics, are classified as having a higher probability of C/TB Risk.

See Annex No. 6, NA-CU-OT-10 BETP Segmentation Technical Document.

See Annex No. 7, NA-CU-OT-11 BETP Segmentation Methodology Document.

**16.C/TB RISK DUE DILIGENCE**

One of the controls established by the Company to prevent the risk of corruption and transnational bribery is maintaining adequate information on the counterparties with which it initiates and maintains commercial or contractual relationships.

For this purpose, the Company has established counterparty knowledge procedures that require the completion of the forms specifically defined for this purpose.

For purposes of risk prevention, the Company will use the same counterparty knowledge forms applied for the prevention and control of money laundering and terrorist financing, as these forms enable comprehensive knowledge of the counterparty, with a specific focus on aspects related to Corruption and Transnational Bribery through the analysis of elements such as financial information, background, and reputation. This Due Diligence process is the responsibility of the Process Leaders and the Business Ethics Compliance Officer, together with their team.

The completion of the forms established by the Company, as well as the collection of the supporting documentation required for each form, is the responsibility of the employees assigned to the onboarding and/or updating of counterparties, as applicable.

See Annex No. 2: A-CU-PR-12 Due Diligence and Enhanced Due Diligence Procedure.
Onboarding forms:

- NA-CU-FT-01 Customer Onboarding Form (natural and legal persons).
- NA-CU-FT-02 Supplier Onboarding Form (natural and legal persons).
- NA-CU-FT-03 Employee Onboarding Form.
- NA-CU-FT-18 PEP Due Diligence Form.

17. WARNING SIGNS

A red flag is a specific situation or action that may be unusual or raise concern because it could be associated with acts of corruption or bribery. The following are examples of potential red flags that may expose the organization to risk, without limitation.

See Annex No. 9: NA-CU-IT-02 Instructions for Warning Signs.

18. REPORTING CHANNEL

The Compliance Officer shall be responsible for receiving inquiries, complaints, and reports regarding potential violations of the BETP. For this purpose, the Company has



established the following mechanisms through which employees, officers, and senior management may safely, confidentially, and anonymously, if they so choose, report any suspected violation of this Program to the Company.

Email: cumplimiento@harinerapardo.co.

The Ethics Line shall be managed by the Ethics Compliance Officer, who will be responsible for handling each case in accordance with the BETP policies. If provided, the reporting party's information will be kept confidential. There shall be no retaliation against employees or Company personnel who, in good faith, report actual or potential violations of this Program. Knowingly false or reckless reports shall not be tolerated. If a report is determined to be knowingly false, reckless, or not made in good faith, such conduct shall be considered a violation of the Company's internal work regulations.

It is essential to reiterate that no employee or officer of the Company shall be demoted, penalized, or otherwise subject to adverse consequences for refusing to pay bribes, even if the Company loses business as a result.

19. REPORTING OF ALLEGATIONS OF TRANSNATIONAL BRIBERY AND ACTS OF CORRUPTION

In addition to the reporting channels established by the Company, reports of activities that may constitute corruption or acts of transnational bribery may also be submitted through the institutional reporting channels of the Superintendency of Companies and the Transparency Secretariat.

- <https://www.supersociedades.gov.co/es/web/asuntos-economicos-societarios/denuncias-soborno-transnacional>
- <https://www.supersociedades.gov.co/denuncias-por-corrupcion>
- <https://www.secretariatransparencia.gov.co/observatorio-anticorrucion/portal-anticorrucion>

20. WHISTLEBLOWER PROTECTION

The Company recognizes that reporting acts related to Corruption and Transnational Bribery (C/TB) may expose whistleblowers to potential adverse consequences. Accordingly, the Company will ensure and promote a safe and ethical work environment in which employees, contractors, and other stakeholders may confidentially report any



inappropriate or unlawful conduct. The identity of the whistleblower shall be protected to the greatest extent possible, and any form of retaliation against individuals who report in good faith is strictly prohibited.

If necessary, a fair and transparent investigation shall be conducted in accordance with the Complaints Reception and Handling Procedure, and the corresponding record shall be entered in the complaint control form. If the misconduct is confirmed, appropriate disciplinary measures will be imposed, and steps will be taken to protect the reporting party from retaliation.

In addition, all Company employees will receive ongoing training on the whistleblowing process and their rights under this policy.

See Annex No. 10: NA-CU-PR-05 Procedure for Receiving and Handling Complaints.

See Annex No. 11: NA-CU-FT-22 Complaint Control Form.

21. PRESERVATION OF DOCUMENTS AND RECORDS

The Company does not permit the execution of business activities, operations, or contracts without the corresponding internal or external supporting documentation, duly dated and authorized by the parties involved or responsible for their preparation. Such documentation shall enable the Company to verify the traceability of its business activities and, where applicable, demonstrate due diligence in the prevention of corruption and transnational bribery.

The retention and filing of such documents and supporting records shall comply with the provisions of Article 28 of Law 962 of 2005, or any regulation that amends or replaces it. In other words, documents and records must be retained for a period of ten (10) years from the date of the last entry, document, or voucher, and may, at the Company's discretion, be preserved in paper form or in any technical, magnetic, or electronic medium that ensures their exact reproduction.

22. SPECIALIZED AUDITS

After the relevant reports have been submitted and investigations conducted by the Company's appropriate control bodies, if the Board of Directors and/or the General Assembly of Shareholders determine that doubts persist regarding certain actions addressed in such reports or investigations, or if they wish to strengthen or update the BETP methodologies, they may instruct Management to carry out specialized audits.



23. SANCTIONS

Sanctions for violations of national anti-bribery regulations may be severe for the Company, its managers, and its associates. Company employees who violate this Program or the anti-bribery policies shall be subject to disciplinary measures and sanctions, including dismissal for just cause in accordance with the Company's internal work regulations, without prejudice to any legal actions that may be pursued as a result.

The Company will apply disciplinary measures fairly, promptly, and in proportion to the severity of the violation. By decision of the Board of Directors and/or the General Assembly of Shareholders, and following the opinion of the Compliance Officer, the Company shall report to the competent authorities any violation of anti-bribery regulations of which it becomes aware in the course of its business activities.

The Company will not assume the costs associated with the defense or sanctions imposed on a senior executive, director, employee, or officer for violations of anti-bribery regulations.

24. PENALTIES FOR NON-COMPLIANCE

After completion of the due process established in the Internal Labor Regulations and once responsibility has been determined, the applicable sanctions shall be overseen by the Ethics Compliance Officer and enforced by the Human Resources department, in accordance with the following scale:

In the first instance, a written warning (memorandum) shall be issued, with a copy placed in the employee's personnel file, for conduct classified as a minor infraction by the body responsible for monitoring and overseeing compliance with this BETP.

In the second instance, a suspension shall be imposed on the individual who commits an infraction classified as recurrent or moderate by the body responsible for monitoring and overseeing compliance with this BETP.

In the third and final instance, Management shall determine the actions to be taken, in accordance with the Internal Labor Regulations, against the individual who breaches Policy No. 6 of this Manual, including all of its sections, which shall be classified as a serious offense by the body responsible for monitoring and overseeing compliance with this BETP.



25. MONITORING AND REVIEW

The Company, led by the Compliance Officer, shall conduct periodic due diligence activities to assess the effectiveness of the BETP. Likewise, the adequacy and effectiveness of the BETP shall be periodically monitored and reviewed, and any necessary improvements shall be implemented.

The results of the BETP review shall be presented to the Board of Directors and/or the General Assembly of Shareholders, which shall carry out an independent assessment of the adequacy of the Program.

As part of the monitoring process, the Compliance Officer may also conduct surveys among Employees, Suppliers, Contractors, and Customers to assess the effectiveness of the BETP. Surveys designed for this purpose shall be conducted, and the results shall be evaluated to identify potential opportunities for improvement of the BETP.

See Annex No. 12: NA-CU-FT-23 BETP Knowledge Survey - Employees and NA-CU-FT-24 BETP Knowledge Survey - Suppliers and Customers.

26. TRANSLATION OF THE PROGRAM INTO OTHER LANGUAGES

It has been determined that this Program may be translated into other official languages if a formal request is received from a counterparty or if required by the regulatory authorities of the jurisdictions in which business relationships are maintained.

Likewise, this policy shall apply when subordinate companies or branches are established outside Colombian territory.

27. ANNEXES

- Annex No. 1: NA-CU-OT-09 Risk Management Methodology.
- Annex No. 2: NA-CU-PR-12 Due Diligence and Enhanced Due Diligence Procedure.
- Annex No. 3: NA-CU-FT-19 Donation Delivery Form.
- Annex No. 4: BETP Risk Matrix.
- Annex No. 5: NA-CU-FT-20 Collaborator Conflict of Interest Declaration Form and NA-CU-FT-21 Customer and Supplier Conflict of Interest Declaration Form.
- Annex No. 6: NA-CU-OT-10 BETP Segmentation Technical Document.
- Annex No. 7: NA-CU-OT-11 BETP Segmentation Methodology Document.
- Annex 8: Onboarding Forms, NA-CU-FT-01 Customer Onboarding Form (natural and legal persons), NA-CU-FT-02 Supplier Onboarding Form (natural and legal



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persons), NA-CU-FT-03 Employee Onboarding Form and NA-CU-FT-18 PEP Due Diligence Form.

- Annex No. 9: NA-CU-IT-02 Instructions for Warning Signs.
- Annex No. 10: NA-CU-PR-05 Procedure for Receiving and Handling Complaints.
- Annex No. 11: NA-CU-FT-22 Complaint Control Form.
- Annex No. 12: NA-CU-FT-23 BETP Knowledge Survey - Employees and NA-CU-FT-24 BETP Knowledge Survey - Suppliers and Customers.