



Business Ethics and Transparency Program

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TRANSPARENCY AND BUSINESS ETHICS PROGRAM

1.INTRODUCTION	3
2.SCOPE	4
3.OBJECTIVES.....	4
4.DEFINITIONS	5
5.COMPLIANCE POLICY.....	7
6.ROLES AND RESPONSIBILITIES.....	10
7.ACTIONS THAT GO AGAINST TRANSPARENCY, INTEGRITY, AND BUSINESS ETHICS.....	13
7.1. Corruption	14
7.2. Transnational Bribery.....	14
7.3. Conflicts of Interest	15
7.4. Political Activities	15
7.5. Gifts, Entertainment, and Travel Activities	16
7.6. Donations and Charitable Activities	18
8.SPECIFIC PROCEDURES TO BE CARRIED OUT BY THE COMPLIANCE OFFICER TO IMPLEMENT THE COMPLIANCE POLICY	18
8.1. Stages of the PTEE.	18
8.2. Warning Signals.....	19
8.3. Conclusion of Contracts or Agreements.....	21
8.4. Accounting Records.	21
8.5. Reporting Mechanisms.....	22
7.6. Corrective actions for noncompliance with the PTEE.....	25
7.7. Disclosure and Training.....	27
7.8. Forms, Archiving and Preservation.....	27

1. INTRODUCTION

CCLA (the Company, including any entity or trust related to it) has a strong commitment to the application of its policies and procedures, which were designed to meet the challenges of the business environment in which the Company operates in all its activities in a strict and upright manner. Our ethical principles are non-negotiable and always precede and inspire any decision made by our Company and its employees. Each one of us in every country in which we are present knows that there are always ethical challenges that we must face, and that is when our principles must guide our actions, always placing the interests of our investors before our own.

Therefore, for CCLA COLOMBIA SAS (hereinafter "CCLA COLOMBIA" or the "Company") it is essential that, in the development of its corporate purpose, it is always evident an ethical and transparent behavior within and in the relationships established with all its related parties. In that sense, by means of this document, CCLA COLOMBIA presents its Transparency and Business Ethics Program (hereinafter the "Program" or "PTEE") which, in accordance with the provisions of Law 1778 of 2016 and Chapter XIII of the Basic Legal Notice of the Superintendence of Corporations, contains the PTEE Compliance Policies, as well as the specific Procedures in charge of the Compliance Officer, aimed at putting the Compliance Policy into operation, in order to identify, detect, prevent, manage and mitigate Corruption Risks or Transnational Bribery Risks. Likewise, this document comprises the aforementioned provisions with those set forth in CCLA's Code of Business Conduct and Ethics, CCLA's Anti-Corruption Policy, and CCLA's Criminal Compliance Policy.

Thus, this document is intended to be a guide that allows decisions to be made in which good faith, good judgment, responsibility, common sense, and prudence prevail.

By virtue of this PTEE, CCLA COLOMBIA makes public its commitment to promote the highest standards of ethics, morality, and transparency among its work team, its customers, contractors, and other stakeholders, who must act under a philosophy of prevention, mitigation, and awareness of acts that contravene the corporate principles that incur in conduct in conducts of Transnational Bribery and Corruption. Thus, CCLA will adopt the appropriate measures to encourage and support the observance of our ethics and *compliance* policies and procedures against the violation of laws, including anti-corruption laws, by our personnel at all levels of the Company.

In the Company we strictly comply with regulations and prevent the commission of actions that result in criminal liability, for our personnel and/or for our organization, through processes and/or internal policies designed for this purpose. The Company operates in strict adherence to criminal laws. Therefore, we take very seriously any possible violation of the criminal laws of the places where we operate. We are very strict in following up on potential unlawful conduct and its consequences.

2. SCOPE

These provisions shall apply in full to CCLA COLOMBIA, its shareholders, managers, employees, and other counterparties as applicable, in the exercise of its corporate purpose and constituting the minimum framework for action against the management, prevention, and control of the risk of Corruption and Transnational Bribery.

3. OBJECTIVES

This PTEE pursues the following specific objectives:

- Promote and ensure conduct and acts in accordance with legal and internal regulations and good customs within CCLA COLOMBIA.
- The identification and establishment of responsibilities of persons involved in non-transparent acts.
- The regulation of the mechanisms and procedures for the prevention of acts contrary to the corporate interest.
- The coordination of the necessary actions to prevent and control potential situations of fraud, transnational bribery, the materialization of conflicts of interest, and corruption.
- The implementation of procedures aimed at the prevention, detection, and treatment of behaviors not aligned with the legal framework in CCLA COLOMBIA, promoting continuous improvement. The identification and evaluation of risks must be carried out following the methodology and risk policy defined by the Company.
- The development of an organizational culture based on the principle of legality and transparency and on the application of the principles of ethics and transparency.
- Encouraging employees' duty of loyalty by responsibly communicating any suspected acts of which they are aware.
- Promoting transparency, prevention, and detection of actions contrary to the anti-corruption and anti-bribery rules and internal regulations, maintaining adequate communication channels.

4. DEFINITIONS

- **Managers:** They are the Registered Agent, the liquidator, the factor, the members of the Shareholders' Meeting, and those who, in accordance with the bylaws, exercise or hold such functions.
- **Compliance Audit:** it is the systematic, critical, and periodic review regarding the proper implementation and execution of the PTEE.
- **Due Diligence:** It is the review to be made on the supplier or customer with whom a business or national or international transaction is entered into, whose purpose is to identify and evaluate the risks of corruption and transactional bribery that may affect the Company.
- **Risk Factors:** are the possible elements or causes generating the C/TB Risk for CCLA COLOMBIA.
- **ML/TF/FPWMD/C/TB:** refers to the general risks of money laundering, financing of terrorism, financing of the proliferation of weapons of mass destruction.
- **Risk Matrix:** is the tool that allows CCLA COLOMBIA to identify Corruption Risks or Transnational Bribery Risks.
- **Anti-Corruption and Anti-Bribery Regulations:** These are the FCPA, the UK Bribery Act, the Organization for Economic Cooperation and Development (OECD) Convention Against Transnational Bribery, the National Anti-Corruption Standards, and any other applicable anti-corruption and anti-bribery laws.
- **National Anti-Corruption Regulations:** It is Law 1474 of 2011 by which rules are issued aimed at strengthening the mechanisms for prevention, investigation, and punishment of acts of corruption or bribery and the effectiveness of the control of public management, as well as its regulatory decrees and the rules that modify, replace or complement it. Similarly, Law 1778 of 2016 is considered relevant, which established regulations on the liability of legal entities for acts of transnational corruption and also issued provisions regarding the fight against corruption.
- **Compliance Officer:** It is the natural person appointed by the Company's

Shareholders' Meeting, to lead and operate the risk management system for bribery or other acts of corruption. For the purposes of this program, he/she shall be the person designated as the Company's Compliance Officer.

- Compliance Policies: these are the general policies adopted by CCLA COLOMBIA to carry out its business and transactions in an ethical, transparent, and honest manner; and to be able to identify, detect, prevent, and mitigate the Risks of Corruption or Transnational Bribery Risks.
- Principles: These are the Company's values that promote the implementation of systems for managing bribery risks and other acts and conduct that are considered unlawful because they lack legitimacy and transparency.
- Business Ethics and Transparency Program - PTEE: is the document that includes the Compliance Policy, the specific procedures in charge of the Compliance Officer, aimed at implementing the Compliance Policy, in order to identify, detect, prevent, manage, and mitigate the Corruption Risks or Transnational Bribery Risks that may affect a Supervised Entity, according to the Risk Matrix, and other instructions and recommendations set forth in Chapter XIII of the Basic Legal Notice of the Superintendence of Corporations.
- Foreign Public Servant: It has the scope provided for in Paragraph One of Article Two of Law 1778, which provides that:

"Any person holding a legislative, administrative or judicial position in a State, its political subdivisions or local authorities, or a foreign jurisdiction, regardless of whether the individual has been appointed or elected. A foreign public servant is also considered to be any person who performs a public function for

its political subdivisions or local authorities, or in a foreign jurisdiction, whether within a public agency, a State enterprise or an entity whose decision-making power is subject to the will of the State, its political subdivisions or local authorities, or a foreign jurisdiction. It shall also be understood that any official or agent of a public international organization has the aforementioned capacity.”

- Transnational Bribery: It is the act by virtue of which, the Company, through its Shareholders, Managers, Employees, or Contractors, gives, offers, or promises to a foreign public servant, directly or indirectly: (i) sums of money, (or) objects of pecuniary value, or (ii) any benefit or utility in exchange for such public servant to perform, omit or delay any action related to his functions and in connection with an international business or transaction. In this document it will be understood as bribery.

5. COMPLIANCE POLICY

Consistent with the Company's principles of transparency and integrity, the Shareholders' Meeting establishes the following policies to ensure transparent and legitimate acts:

- a. The provisions contained in this Program apply to the actions of the members of the Shareholders' Meeting, managers, workers, contractors, customers, suppliers, and creditors of the Company; and involve their compliance, in addition to the aforementioned persons, the Statutory Auditor and the Compliance Officer of the Company.
- b. The Shareholders, Managers, and Employees undertake to strictly comply with the policies and procedures established in this Program, and to know, understand and apply all the standards and procedures that govern the control and prevention of activities related to Corruption and Transnational Bribery that are applicable to CCLA COLOMBIA and to keep themselves updated in the event of changes in these provisions.
- c. The parties related to the Company will refrain from prioritizing the

business objectives over the due application of the controls and procedures established in this Program.

- d. This document establishes the departments or persons in charge of the processes or activities, as well as the level of hierarchy in the implementation of the Business Ethics and Transparency Program, to whom the Compliance Officer reports and the channels for the reporting of transactions, business or unusual or suspicious situations, thus coordinating transversal efforts in the organization.
- e. One of the purposes of this Program is to publicly declare the commitment of all hierarchical levels of the Company to act ethically and transparently before its stakeholders, and to conduct business in a responsible manner, acting under a philosophy of zero tolerance with those acts that contravene corporate principles.
- f. Within the framework of the evaluation of risks related to Corruption and Transnational Bribery, CCLA COLOMBIA has adopted evaluation procedures proportional to its size, structure, nature, countries of operation, and specific activities developed.
- g. CCLA COLOMBIA, on the occasion of internal audits or Due Diligence procedures, shall determine whether there are changes in the risks of Corruption and Transnational Bribery, adopting, through its Compliance Officer, the modifications to this PTEE that are relevant. With the foregoing, the Company will obtain the necessary elements to identify and evaluate the risks of Transnational Bribery that are related to its activities.
- h. Within the framework of this Due Diligence, contracts or agreements signed by CCLA COLOMBIA, shall contain clauses, statements, or guarantees on anti-bribery and anti-corruption conduct, which will involve the intervention of the respective department. The person in charge of the negotiation must ensure that the clauses are included before the signing of the contracts or agreements. If they are not observed, they must be requested from the respective department.
- i. Reports made to the various authorities and the steps taken to prevent and control Corruption and Transnational Bribery activities shall be kept confidential.
- j. The Compliance Officer shall be immediately informed of any activity, transaction, or fact that may be considered contrary to transparency and

business ethics.

- k. The adoption of corrective measures to the model of prevention and control of ML/TF/FPWMD/C/TB will be promoted when necessary.
- l. In any transaction entered into with a customer, efforts shall be made to verify and identify its Final Beneficiary.
- m. No activities, business, or contracts may be carried out without the respective support, duly dated and authorized by those involved in them or who prepare them. All documents evidencing transactions, businesses, or contracts of the Company, in addition to constituting the support of the negotiation and the accounting record, constitute the evidentiary support for any investigation that may be carried out by the competent authorities.
- n. The Company shall cooperate in all cases with the control and sanctioning authorities (UIAF, DIAN, Superintendence of Corporations, etc.).
- o. The Company shall never intervene in simulated acts, nor in fraudulent transactions or any other that tends to hide, distort or manipulate the Company's information to its detriment.
- p. The Company shall design and establish measures and controls to prevent transactions that do not comply with the law or with the prevention policies established by the Shareholders' Meeting.
- q. The corresponding department, in conjunction with the Compliance Officer, will establish training and a dissemination plan for the Transparency and Business Ethics Program, to ensure that all Company employees, regardless of their hierarchical level, are aware of the obligations set forth herein and can apply the corresponding controls in their daily actions, thus generating an environment of transparency.
- r. All operations and activities must guarantee employees due process in the investigation of any alleged fraud, bribery, or corrupt act, ensuring confidentiality in handling information and proportionality of corrective actions. Persons who report in good faith a violation of the Business Ethics and Transparency Program are protected against any type of retaliation and are ensured total confidentiality.
- s. CCLA COLOMBIA stipulates which activities or transactions are considered contrary to the Business Ethics and Transparency Program, and also

defines the necessary actions that must be implemented internally in all processes of the Company to prevent and control potential or possible situations and other activities that may be considered to be contrary to the principles established in the Program.

- t. The Company has mechanisms for reporting violations of the Business Ethics and Transparency Program.

6. ROLES AND RESPONSIBILITIES

Shareholders' Meeting.

In relation to the PTEE, the Shareholders' Meeting of the Company is responsible for the following functions:

- i. Issue and define the Compliance Policy.
- ii. Define the profile of the Compliance Officer in accordance with the Compliance Policy.
- iii. Designate the Compliance Officer and respective alternate.
- iv. Approve the document that includes the PTEE.
- v. Assume a commitment aimed at preventing the Risks of Corruption and Transnational Bribery, to ensure that CCLA COLOMBIA is able to conduct its business in an ethical, transparent, and honest manner.
- vi. Ensure the provision of economic, human, and technological resources required by the Compliance Officer for the execution of its work.
- vii. Mandate the pertinent actions against the Shareholders, who have management and administration functions in CCLA COLOMBIA, collaborators, and managers, when any of the above violates the provisions of the PTEE or commits any unlawful act that affects the direct interests of the company.

- viii. Lead an adequate communication and pedagogy strategy to ensure the dissemination and effective knowledge of the Compliance Policies and the PTEE to Shareholders, Managers, Employees, Contractors, and other identified stakeholders.

6.2. Registered Agent.

The Registered Agent of CCLA COLOMBIA is responsible for the following functions:

- i. Present with the Compliance Officer, for approval of the Shareholders' Meeting, the proposal of the PTEE.
- ii. Ensure that the PTEE is articulated with the Compliance Policies adopted by the Shareholders' Meeting.
- iii. Provide effective, efficient, and timely support to the Compliance Officer in designing, directing, supervising, and monitoring the PTEE.
- iv. Make sure the activities resulting from developing the PTEE are duly documented for the information to answer to criteria of integrity, reliability, availability, compliance, effectiveness, efficiency, and confidentiality.
- v. Propose the person who will occupy the position of Compliance Officer, for appointment by the Shareholders' Meeting.
- vi. Certify before the Superintendence of Corporations the compliance with the PTEE, when so required.

6.3. Compliance Officer.

The Compliance Officer shall be considered the highest authority in matters of management of Corruption Risk and Transnational Bribery in CCLA COLOMBIA. He/she shall be appointed by the Shareholders' Meeting of the Company and shall be responsible for the management of the PTEE.

In the development of its functions, especially the compliance audit to the PTEE, the Compliance Officer shall report only to the Shareholders' Meeting through direct access to it.

The person appointed as Compliance Officer of CCLA COLOMBIA must comply with the requirements set forth in paragraph 5.1.5.3.1 of Chapter XIII of the Basic Legal Notice of the Superintendence of Corporations, added by Public Notice 100-000011 of August 9, 2021, of said authority.

The Compliance Officer's main responsibility is to implement and articulate the PTEE through the following responsibilities:

- i. Submit with the Registered Agent, for approval of the Shareholders' Meeting, the proposal of the PTEE.
- ii. Present, at least once a year, a management report on the compliance program to the Shareholders' Meeting, which must contain, at least, an evaluation and analysis of the efficiency and effectiveness of the PTEE and, if applicable, propose the respective improvements. Likewise, demonstrate the results of the management of the Compliance Officer and the administration of CCLA COLOMBIA, in general, in compliance with the PTEE.
- iii. Execute all the logistical operations of investigation and due diligence.
- iv. Ensure that the PTEE is articulated with the Compliance Policies adopted by the Shareholders' Meeting.
- v. Ensuring effective, efficient, and timely compliance with the PTEE.
- vi. Implement a Risk Matrix and update it according to the needs of the Obligated Entity, its Risk Factors, the materiality of the C/TB Risk, and according to the Compliance Policy.
- vii. Define, adopt, and monitor actions and tools for the detection of C/TB Risk, in accordance with the Compliance Policy to prevent C/TB Risk and the Risk Matrix.
- viii. Coordinate and document the investigative processes.
- ix. Perform the corresponding PTEE compliance audit.
- x. Ensure the implementation of appropriate channels to allow anyone to confidentially and securely report PTEE non-compliances and possible suspicious activities related to Corruption and Transnational Bribery.
- xi. Verify the due application of the whistleblower protection policy established by CCLA COLOMBIA and, with respect to employees, the policy of prevention of workplace harassment in accordance with the law.
- xii. Establish internal investigation procedures in CCLA COLOMBIA to detect non-compliance with the PTEE and acts of Corruption.
- xiii. Coordinate the development of internal training programs.
- xiv. Verify compliance with the Due Diligence procedures applicable to the Company.
- xv. Ensure the proper filing of documents and other information related to C/TB Risk management and prevention.

- xvi. Design the methodologies for identification, classification, measurement, control, and monitoring of the C/TB Risk that will be part of the PTEE.

6.4. Statutory Auditor.

As part of his/her obligations, the Statutory Auditor of CCLA COLOMBIA shall report to the competent authorities any act of corruption that he/she becomes aware of in the performance of his/her duties, in accordance with the provisions of national anti-corruption regulations. Likewise, he/she shall bring these facts to the attention of the corporate bodies and the Company's management.

The corresponding complaints must be submitted within six months from the time the Statutory Auditor has knowledge of the facts. In compliance with his duty, the Statutory Auditor must pay special attention to alerts that may give rise to suspicion of an act related to a possible act of Corruption and/or Transnational Bribery.

6.5. Company Employees.

CCLA COLOMBIA's Managers, Employees, and Contractors must ensure transparent management in their respective departments and in the Company in general, consequently, any employee who has knowledge of any of the modalities set forth in this Manual or any different activity that he/she considers goes against the principles set forth in this document, must report it immediately by the means established in the Program, to the Compliance Officer, the direct manager and through the whistleblower channel.

When reports are made by employees, they must be ensured, as a minimum, the following: i) Confidentiality of information and persons, ii) Presumption of good faith, understanding that when a person reports a conduct must do so responsibly, it is presumed that he/she does so in good faith and based on evidence or real elements.

7. ACTIONS THAT GO AGAINST TRANSPARENCY, INTEGRITY, AND BUSINESS ETHICS.

In order to facilitate understanding, it is considered that the following modalities go against the PTEE, being a list merely enunciative and not exhaustive:

7.1. Corruption.

Corruption is understood as, in accordance with the provisions of Chapter XIII of the Basic Legal Notice of the Superintendence of Corporations, all conducts aimed at a Company benefiting, or seeking a benefit or interest, or being used as a means in, the commission of crimes against the administration or public patrimony or in the commission of Transnational Bribery conducts.

CCLA resources, or resources from any other source, may not be used to make such payments or gifts on behalf of or for the benefit of CCLA.

7.2. Transnational Bribery.

For the purposes of this Program, Transnational Bribery shall be understood as the act by virtue of which a legal person, through a Shareholder, Senior Manager, Employee, and/or Contractor, gives, offers, or promises to a foreign public servant, directly or indirectly: (i) sums of money, (ii) objects of pecuniary value, or (iii) any Personal Benefit or utility in exchange for such public servant to perform, omit or delay any act related to his/her functions and in connection with an international business or transaction. In accordance with the foregoing, the Company, in line with its policies, prohibits and sanctions the offering and acceptance of bribes, both in the public and private spheres.

Thus, the Company prohibits the use of any form of payment, with means of any nature, that entails a material or moral advantage for the recipient and that is made with the purpose of obtaining any advantage or favorable treatment in its relations with third parties.

Also, it is forbidden for Shareholders, Managers, Employees, and Contractors to accept bribes for their benefit, the benefit of people related to them, and/or the benefit of the Company's entities. Contributions to political parties, unions, or similar entities are not allowed unless expressly permitted by the legislation of the country in which they operate.

7.3. Conflicts of Interest.

Conflicts of interest are all those situations in which there are conflicting interests between a Shareholder, Manager, Employee, and the corporate interests of the Company, which may lead the former to adopt decisions or perform acts for Personal Benefit or for the benefit of third parties and to the detriment of the corporate interests of the Company. Likewise, there shall be conflicts of interest in situations in which there are any circumstances that may detract from the independence, fairness, or objectivity of the actions of any Company Employee, which would be detrimental to the interests of the Company.

Situations of conflicts of interest do not in themselves represent an act contrary to corporate transparency. However, the Shareholder, Manager, Employee. and/or Contractor who considers that he/she is in a situation of conflict of interest must immediately inform the Registered agent and/or the Compliance Officer so that they may be duly managed by the Company.

The following are examples of such conflicts of interest:

- Accepting extravagant gifts or entertainment from a potential vendor of property management services;
- Making charitable donations at the request of a government official (as defined in the Company's anti-corruption policy) who has responsibility for granting building permits, where the government employee may directly benefit from such donation;
- Contributing to the election or re-election of any government official, including any municipal council member or similar official who may have authority to approve the Company's construction and development permits; and
- Hiring a real estate brokerage company owned by your immediate family to assist with the leasing of CCLA properties.
- In general, performing any act contrary to CCLA's Code of Conduct and Ethics and Anti-Corruption Policy.

7.4. Political Activities.

CCLA COLOMBIA declares its political neutrality and promotes lawful, respectful, and transparent cooperation with Colombian and foreign authorities, committing to comply with all legal obligations to which it is subject.

Shareholders, Managers, Employees, and/or Contractors shall avoid any conduct that, even without violating the law, may damage the reputation of the Company before the community, the government, and the Colombian authorities, and produce adverse consequences for its business. Shareholders, Managers, Employees, and/or Contractors shall act with honesty and integrity in all their contacts or transactions with the authorities and personnel of governments and administrations, ensuring that all information and certifications they submit, as well as the statements they make, are truthful, clear, complete and updated.

No Shareholder, Manager, Employee, and/or Contractor shall hinder requests for information from public officials or the performance of any other function performed by them in the legitimate exercise of their powers, collaborating with them as long as such powers are protected and comply with applicable laws.

7.5. Gifts, Entertainment, and Travel Activities.

It is essential that Shareholders, Managers, and Employees are aware that third parties may understand gifts and invitations as an attempt to exert undue influence, even if the gift was not given for that purpose. The aforementioned is due to the fact that, although in itself it does not constitute a practice contrary to business ethics and transparency, the acceptance or delivery of gifts or invitations may influence the decision-making of the beneficiary of the gift or invitation.

7.5.1. Gifts and Invitations.

For the purposes of this Program, a gift shall be understood as any Personal Benefit or gratuity with monetary value, to which one is not entitled. Any free provision of services, as well as trips or excursions, discounts or price reductions or other benefits that are not granted to third parties under similar conditions will be considered as a gift for the purposes of this Program. Gifts with little monetary value, such as promotional items, calendars, and courtesy gifts on certain occasions, are not considered gifts under this definition, as long as the delivery and acceptance of these items is permitted under Colombian law.

The receipt or granting of gifts, hospitality, or any type of benefit with our business partners, should be avoided when doing so, may call into question the impartiality of business decision-making by either party. The CCLA COLOMBIA employee who receives or offers a gift must follow the procedure established in the Code of Conduct and Ethics and the CCLA Anti-Corruption Policy.

The acceptance and giving of gifts and invitations are permitted as long as:

- (i) They are for the benefit of the Company.
- (ii) The value of the invitation is appropriate and customary for the location.

Hospitality offered by or to Shareholders, Managers, Employees, and/or Contractors within the framework of a business activity is not considered entertainment in this context, provided that the offer and acceptance of such hospitality are permitted by the Anti-Corruption and Anti-Bribery Rules and can be considered reasonable and customary in relation to the Company's business activity and by the Code of Conduct and Ethics and in CCLA's Anti-Corruption Policy.

Within the previous framework, the making and acceptance of invitations such as those exemplified below are prohibited:

- i. Invitations to Customers and their advisors or to Public Servants (Foreign or Local) when there is an ongoing tender or selection procedure in which the Company has an interest.
- ii. Frequent invitations from the same Customer, Contractor, or Partner or intended for the same Customer, Contractor, or Partner.
- iii. Invitations that are not classified as admissible invitations in accordance with the foregoing paragraphs.
- iv. Invitations to events or meals when the value of these is not appropriate or customary.
- v. Invitations of any kind that may be perceived by third parties as an attempt to exert undue influence.

The invitee, or the inviter, must document all invitations accepted to business meals or other events in which the estimated value of the invitation is in accordance with what is established in the Code of Conduct and Ethics and in the CCLA Anti-Corruption Policy.

7.6. Donations and Charitable Activities.

As part of the corporate spirit, the Company considers it essential that Employees be supportive and transparent in their actions, participating in charitable and/or volunteer activities.

Following this line, and due to the potential conflicts of interest, you are urged to consult with the Compliance Department if you wish to serve in a non-profit organization or if you consider it.

8. SPECIFIC PROCEDURES TO BE CARRIED OUT BY THE COMPLIANCE OFFICER TO IMPLEMENT THE COMPLIANCE POLICY

8.1. Stages of the PTEE.

CCLA COLOMBIA shall adopt the mechanisms for the evaluation and mitigation of the applicable risks of Corruption and Transnational Bribery. The Compliance Officer will be in charge of receiving and evaluating the reports related to possible events of Corruption and Transnational Bribery, to determine the occurrence of the event and its seriousness, informing the Registered Agent or Shareholders' Meeting in order for them to adopt the necessary measures.

Continuing, the stages of the Company's PTEE are presented in order to identify, prevent, control, and manage the Risk of Corruption and Transnational Bribery and the consequences of its materialization:

8.1.1. Identification.

In order to identify the Transnational Bribery and Corruption Risk Factors, the Company performs the following activities:

- i. Identifies and evaluates its risks through independent diagnostics, such as periodic Due Diligence and Compliance Audit procedures, which are conducted with the operational, technological, economic, and human resources that are necessary and sufficient to meet the objective of a correct evaluation.
- ii. Adopts appropriate measures to mitigate the Risks of Corruption and Transnational Bribery, once these have been identified and detected.
- iii. Evaluates the Risks of Corruption and Transnational Bribery, with the purpose of the Shareholders' Meeting to determine the modification of the PTEE, when the circumstances so require.
- iv. Others that must be applied in accordance with its Compliance Policy.

8.1.2. Measurement or evaluation.

At this stage, the possibility or probability of the occurrence of Risks of Corruption and Transnational Bribery shall be measured. CCLA COLOMBIA, within the measurement or evaluation of the Risk of Corruption and Transnational Bribery, has the obligation to:

- i. Adopt appropriate measures to attenuate and mitigate the Risks of Corruption and Transnational Bribery, once these have been identified and detected.
- ii. Establish mechanisms for the evaluation of Risks of Corruption and Transnational Bribery.
- iii. Evaluate Risks of Corruption and Transnational Bribery, regardless of the mechanism chosen, which will serve as a basis for the Shareholders' Meeting to determine the modification of the PTEE, when circumstances so require.

8.1.3. Control and monitoring of Compliance Policies and PTEE.

Finally, in order to control and oversee the PTEE, the Company has the following procedure:

- i. Conducting surveys to Employees and Contractors, in order to verify the effectiveness of the PTEE.

8.2. Warning Signals.

Some warning signals that Bound Entities must take into account, among others, depending on the identified C/TB Risks, are stated below:

- i. In the analysis of accounting records, operations or financial statements:
 - a. Invoices that are apparently false or do not reflect the reality of a transaction, or are inflated and contain an excess of discounts or reimbursements.
 - b. Operations abroad whose contractual terms are highly sophisticated.

- c. Fund transfers to countries considered tax havens.
 - d. Operations without a logical, economic or practical explanation.
 - e. Operations outside of the ordinary course of business.
 - f. Transactions in which the identity of the parties or the origin of the funds is unclear.
 - g. Assets or rights included in the financial statements that have no real value or do not exist.
- ii. In the corporate structure or corporate purpose:
- a. Complex or international legal structures without apparent commercial, legal or fiscal benefits, or possessing and controlling a legal entity without a commercial purpose, especially if it is located abroad.
 - b. Legal persons with structures where there are national trusts or foreign trusts, or non-profit foundations.
 - c. Legal entities with "offshore entity" or "offshore bank account" structures.
 - d. Non-operating companies under the terms of Law 1955 of 2019 or entities that reasonably do not fulfill any commercial purpose.
 - e. Companies declared as fictitious suppliers by the DIAN.
 - f. Legal persons where the Final Beneficiary is not identified, as defined in Chapter X of the Basic Legal Notice of the Superintendence of Corporations).
- iii. In the analysis of transactions or contracts:
- a. Frequently recurring to consultation and intermediation contracts and using joint ventures.
 - b. Contracts with Contractors or state entities that provide an appearance of legality but do not reflect precise contractual knowledge or obligations.
 - c. Contracts with Contractors that provide services to a single customer.
 - d. Unusual losses or gains in contracts with Contractors or state entities, or significant changes without a commercial justification.

- e. Contracts containing variable remunerations that are not reasonable or that contain payments in cash, in Virtual Assets, as defined in Chapter X of the Basic Legal Notice of the Superintendence of Corporations, or in kind.
- f. Payments to PEPs or persons close or related to the PEPs.
- g. Payments to related parties (Shareholders, Employees, Subordinate Companies, subsidiaries, among others) without apparent justification.

8.3. Conclusion of Contracts or Agreements.

Contracts or agreements signed by the Company should contain clauses or declarations that guarantee compliance with this Program, the applicable anti-corruption laws and regulations, and should also include the right to terminate the contract when they incur in a violation thereof. Exceptions to this provision are adhesion contracts and purchase orders and services from third parties.

In negotiations, contracts, agreements and other commercial relationships where there is the possibility of receiving commissions or recognition for the work carried out by the collaborators, the conditions of these benefits must be stated in writing prior to the beginning of the commercial relationship, making the exception that any act that goes against the transparency and business ethics of the Company, which is aimed at obtaining said remuneration, will be duly sanctioned, in addition to the judicial processes that may take place against the employee. Additionally, when an employee receives travel, lodging, food, and other per diems in the performance of his/her duties, these must be justified in the respective internal documents and in the corresponding invoices, if applicable.

CCLA COLOMBIA's Compliance Officer shall ensure the efficiency and effectiveness of the aforementioned clauses and shall perform a quarterly evaluation to ensure their correct application and implementation.

8.4. Accounting Records.

The Company must keep and maintain records and accounts that accurately and precisely reflect all transactions. The Company's employees may not, under any circumstances, change, omit or misrepresent records to conceal improper activities or that do not correctly indicate the nature of a recorded transaction.

The Company has internal controls to prevent the concealment or disguise of bribes or other improper payments in transactions such as commissions, fee

payments, sponsorships, donations, entertainment expenses, or any other item that serves to conceal or disguise the improper nature of the payment. These internal controls are carried out by the corresponding departments of the Company, which in case they perceive any unusual or suspicious transaction will immediately notify the human resources and internal audit process so that they can investigate the case. All transactions must have a general or particular authorization of the employee in charge, who must have the authorization of the corresponding person and be duly accounted for, for all transactions carried out in the Company.

All transactions shall be recorded in accordance with generally accepted accounting standards. All recorded information must be compared and reviewed on an ongoing basis by the employees in charge, to verify that there are no inconsistencies or incongruities, and if there are any, that they can be validated for review and subsequent correction.

Within the framework of Due Diligence and Compliance Audits, the Compliance Officer shall ensure that these procedures are developed.

8.5. Reporting Mechanisms.

8.5.1. Whistleblower Channel.

In its preventive approach, the Company has a whistleblower channel, in which all employees regardless of their position and other stakeholders can report behaviors that are in any of the modalities of bribery or corruption, which corresponds to the email cumplimiento8@ustarizabogados.com. Complaints can also be received at the following anonymous email address: compliance@cclagroup.com.

Additionally, Employees may also report anonymously through any of the following means, which shall be received by Lighthouse (an anonymous "whistleblowing" reporting line) and shall at all times remain anonymous:

1. Website: www.lighthouse-services.com/cclagroup
2. Toll-free telephone number (Direct dialing)
 - a. USA and Canada (English): 833-520-0009
 - b. USA and Canada (Spanish): 800-216-1288
 - c. Mexico: 800-681-5340
 - d. All other countries: 800-603-2869 (you must first dial the country's

access code).

3. E-mail: reports@lighthouse-services.com (The name of the Company must be included in the report)
4. Fax: (215) 689-3885 (Company name must be included in the report)

A wide variety of reports ranging from questionable accounting practices or auditing issues to harassment or hostile work environment issues may be submitted anonymously through the above-mentioned means. Any report submitted will be treated confidentially by an independent third-party provider and the name of the complainant will not be provided to any CCLA contact.

The inquiry is received ensuring the confidentiality of the information and the person submitting it, protecting against any retaliation. It should be considered that the whistleblower channel is not a tool for complaints and claims, but a reporting tool for conduct that goes against transparency and business ethics. Therefore, it must be used responsibly. The facts reported shall be truthful and verifiable.

Reporting of violations should be made as soon as possible to ensure that the respective investigations are done when the necessary information is still available and also to prevent further improper activities. Information about the alleged violation should not be shared with anyone except those who are part of the investigation.

Additionally, complaints may be made through the Transnational Bribery Whistleblower Channel provided by the Superintendence of Corporations at the following link:

https://www.supersociedades.gov.co/delegatura_aec/Paginas/Canal-

[deDenuncias-Soboro Internacional.aspx](#).

Likewise, complaints for acts of corruption may be made through the channel provided by the Superintendence of Corporations at the following link:

<http://www.secretariatransparencia.gov.co/observatorio-anti-corruption/portalanti-corruption>.

We hope that by implementing this anonymous reporting service, you will be able to keep our organization free of fraudulent conduct, unethical accounting or auditing activities, and other issues that you consider of importance to the Company so that we can achieve our goal of maintaining and conducting our business in accordance with the highest professional standards and best practice

8.5.2. Evaluation of Risks of Corruption and Transnational Bribery.

CCLA COLOMBIA shall provide mechanisms to evaluate the risks of Corruption or Transnational Bribery that must be reported to the Compliance Officer, who will evaluate with the corresponding department that manages human management and the areas that are involved, the seriousness of the identified action and the legal and disciplinary measures that may be necessary.

The evaluation of the Corruption or Transnational Bribery Risks includes the following steps:

1. Identification: Detect the behavior and activity of Corruption or Transnational Bribery committed by any of the parties described in the second numeral of this policy.
2. Reporting: Immediately communicate to the Internal Auditor by means of as much information as possible that allows the event to be analyzed (Fill out format).
3. Analysis: Evaluate the information reported and conclude the veracity of the complaint, to continue with the legal and/or disciplinary measures that may apply. In the event that the information provided, and the investigations do not provide conclusive evidence that proves facts of Corruption or Transnational Bribery, the case will be closed and documented as part of the Company's and the Internal Audit department's files. Reckless reports will result in the application of legal and/or disciplinary measures where appropriate.

4. Decision-making: The department similar to human resources and the other corresponding departments (in applicable cases) will take the necessary measures with respect to the identified responsible party(ies).

To prevent events of Corruption or Transnational Bribery, the Company has prevention measures to mitigate these risks, performing activities such as:

1. Regular review of the financial performance of CCLA COLOMBIA and analyzing the reasonableness according to the business transaction.
 2. Review and analysis of monthly closing of balance sheet and income statement figures to establish behaviors that should be investigated and studied with the corresponding support department(s).
 3. Record economic transactions in the accounts, solely and exclusively based on real facts, valid and sufficient documentation, and the corresponding approvals.
 4. Implementation of dual controls in the corresponding department, on the release and authorization of payments.
 5. Request quotations from three possible suppliers to evaluate the most competitive option in quality, service, and price that benefits the Company, except in cases where, due to previous negotiation conditions such as guarantees or replacements, there are designated third parties.
 6. Study and knowledge of suppliers, contractors, customers, and collaborators during the contracting stage.
 7. No cash payments to suppliers and contractors, except for creditors of minor amounts, who, due to the particular conditions of the ordinary course of business, must be paid at the time of the event (Example: assembly or adaptation of scenery).
- 7.6. Corrective actions for non-compliance with the PTEE.

Employees: Regarding corrective actions related to the performance of employees linked to the Company, they shall proceed in accordance with the legal labor standards and the Company's Internal Labor Regulations.

Employees who fail to comply with the provisions set forth herein shall be disciplinarily liable to the Company, without prejudice to any other responsibilities that may arise.

If there is any doubt about the existence of a violation of this Program, the

available evidence must be verified before imposing any sanction on the possible violator.

Notwithstanding the foregoing, when it is verified that the employee engaged in conduct constituting the modalities mentioned in this Manual or any other activity that is considered to be contrary to the principles established in this document, the Company may:

- Proceed to the immediate termination and with just cause of the respective employment contract.
- Immediately notify the pertinent Colombian authorities of the alleged occurrence of the facts.

Suppliers, customers, and/or contractors: In the case of suppliers, customers, and/or contractors of goods and services, the corrective action shall be subject to what is contractually agreed in the legal act that regulates the obligations and rights of the parties and to the forms legally provided to terminate the relationship if necessary, without prejudice to the foregoing, when it is proven that a conduct constituting the modalities mentioned in this Manual or any different activity that is considered to go against the principles established in this document was incurred, the Company may:

- Proceed to the immediate termination with just cause of the respective contract.
- Apply the economic sanctions foreseen in the contract, for breach of contract, enforce the guarantees and/or request compensation for damages, as the case may be.
- Immediately notify the pertinent Colombian authorities of the alleged occurrence of the facts.

Government entities: In the case of corrective actions for governmental authorities, the respective complaint must be filed with the competent control and investigation entities.

7.7. Disclosure and Training.

Disclosure of the Program must be made to all employees of the Company. When contractual relationships are entered into with customers, suppliers, or contractors, the responsible Process shall send them a link or copy of this Program or inform them of its existence.

The training of the employees in this matter will be in charge of the department corresponding to human resources with the support of the Compliance Officer, which will be held at least once a year or will be included in the training program of CCLA COLOMBIA. After each training on topics related to the Program, a survey must be made to the employees in order to verify its effectiveness.

7.8. Forms, Archiving and Preservation.

Archiving and preserving documents related to national or international businesses or transactions must comply with the document management program and the conservation requirements stipulated in the Company's different policies. These documents must be organized and kept for at least ten (10) years, since they can be requested by the competent authorities. Within the framework of periodic audits and in its Annual Management Report, the Compliance Officer shall ensure compliance with this procedure.