

# ANTI-CORRUPTION, BRIBERY, AND FRAUD RISK MANAGEMENT MANUAL

• RSG-STD-003 • VERSION



## 1. OBJECTIVE

### 1.1. General Objective

The Board of Directors of OLEODUCTO CENTRAL S.A. (from now on "Ocensa" or "The "Company"), in compliance with the legal provisions of the "Superintendencia de Sociedades", the "Superintendencia de Transporte", the guidelines issued by the National Government and aware of the threat that Corruption, Bribery (national and/or transnational) and Fraud constitute for the mining and energy sector, establishes through this manual, the general guidelines and guidelines for the prevention and management of the risks of Corruption, Bribery, and Fraud.

### 1.2. Specific objectives

- Comprehensively compile the guidelines applicable to Ocensa to prevent and mitigate risks of Corruption, Bribery (Transnational Bribery), and Fraud.
- To define, through the Transparency and Business Ethics Program ("PTEE"), the necessary guidelines to ensure the identification, detection, prevention, management and mitigation of acts of Corruption, Bribery (national and/or transnational), Fraud, conflicts of interest and other practices contrary to ethics and transparency that may affect Ocensa.
- To comply, through its PTEE, with the applicable obligations and guidelines in matters of Transparency and Public Ethics.
- Provide guidelines for establishing, documenting, implementing, maintaining and, where necessary, improving the Anti-Bribery Management System, complying with the requirements of ISO 37001:2016.

## 2. SCOPE OF APPLICATION

This Manual will apply to Stakeholders, understood as shareholders and investors; clients; State; employees; community and society; contractors and suppliers with whom the Company relates in the development of any business, contractual or legal relationship of any kind, in accordance with the legal framework.

The guidelines contained in this document must be applied in the development of the Company's activities, processes, and business.

This Manual describes in detail the meaning of each of the aforementioned topics, as well as how to identify and detect risk events. It also establishes the necessary actions to prevent and combat these risks, promoting the guideline of "zero tolerance" to events of bribery, corruption, or fraud.

## 3. REGULATORY FRAMEWORK

The following are relevant regulations for the PTEE, among others:

- Law 599 of 2000;
- Law 1474 of 2011;
- Law 1778 of 2016;
- Decree 830 of 2021;
- Law 2195 of 2022;

- Decree 1122 of 2024;
- Chapter XIII of the Basic Legal Circular of the “Superintendencia de Sociedades” and the other regulations that modify, clarify, or replace them.

#### 4. DEFINITIONS

For the purposes of this Manual, words or phrases shall have the meanings expressly assigned to them herein. Words or phrases not expressly defined shall be understood in their natural and obvious sense, except in the case of expressions defined by competent authorities, in which case they shall have the meaning assigned therein:

- 4.1. **Assets:** is a present economic resource controlled by the Company as a result of past events.
- 4.2. **Corporate Officers:** Corporate Officers are the legal representatives, the liquidator, the members of the meetings and those who, in accordance with the Articles of Association of Ocesa, exercise or hold these functions.
- 4.3. **Agents:** A third party authorized by Ocesa to act before third parties, directly or indirectly, on behalf of Ocesa; for example, customs intermediation companies, investment banks, and lawyers, among others.
- 4.4. **Associates:** are those natural or legal persons who have made a contribution in money, work, or other appreciable assets in money to a company or sole proprietorship in exchange for quotas, parts of interest, shares or any other form of participation contemplated by Colombian laws.
- 4.5. **Compliance Audit:** is the systematic, critical, and periodic review regarding the proper implementation and execution of the PTEE.
- 4.6. **Ultimate Beneficial Owners (UBOs):** These are the natural people who, acting individually or jointly, exercise direct or indirect control over the legal entity (Stakeholders). Also, those natural people who, acting individually or jointly, are the owner, directly or indirectly, of 5% or more of the capital or voting rights of the legal entity, and/or benefit 5% or more from the income, profits, or assets of the legal entity. When natural persons cannot be identified under the above descriptions, the final beneficiary shall be the natural person who holds the position of legal representative, unless there is a natural person who holds greater authority in relation to the management or management functions of the legal person. Finally, the following will also be considered final beneficiaries of structures without legal personality:
  - Settlor(s), settlor(s), constituent(s) or similar or equivalent position.
  - Trustee(s) or similar or equivalent position.
  - Fiduciary Committee, Financial Committee, or similar or equivalent position.
  - Trustee(s), beneficiary(s), or conditional beneficiary(s).
  - Any other natural person who exercises effective and/or final control, or who has the right to enjoy and/or dispose of the assets, benefits, results, or profits.
- 4.7. **Lobbying:** Lobbying means paying to influence policy or legislative decision-making, or to influence decisions to be made by government officials. Ocesa employees may only interact with public servants for the development and execution of the Company's own activities, in accordance with the internal and external provisions that govern the matter for this purpose. In such relationships, such lobbying activities and any act of corruption, fraud, bribery, supply or receipt of attention, or any fact that may affect or call into question transparency are prohibited. Examples of lobbying are: i) Payments to third parties to manage the issuance of laws, ordinances or agreements that favor Ocesa; (ii) Payments to third parties to manage

the issuance of licenses or permits; iii) Payments to third parties to negotiate with government officials the design of public policies that favor Ocesa.

- 4.8. Whistleblowing Channels:** Means enabled by Ocesa to receive complaints. The following Whistleblowing Channels are enabled: by telephone to the telephone numbers 018009121013, direct (1) 3250365 in Bogotá or extension 0365 in Ocesa and WEB <https://portal.ocesa.com.co/Paginas/Linea-etica.aspx>, or those that are reported from time to time by Ocesa.
- 4.9. Basic Legal Circular:** is the Basic Legal Circular No. 100-000005 of 2017 of the “Superintendencia de Sociedades”, including its amendments.
- 4.10. Conflict of interest:** arises when in the actions of a direct official or contractor of Ocesa, the private interest prevails and not that of Ocesa. In this way, directly or indirectly, and unfairly favoring third parties against the interests of the company (whether it is Ocesa or Other). It also corresponds to the action of a person in matters in which he or she has a particular and direct interest in its regulation, management, control or decision, or that is the case of his or her spouse, permanent partner or one of his or her relatives by blood: first degree (parents, children), second degree (siblings, grandparents, grandchildren) third degree (uncles, nephews), fourth degree (cousins); First affinity (parents-in-law, stepchildren, stepparents) and second (brothers-in-law), Civil (children or adoptive parents), or their de facto or de jure partners.
- 4.11. Ethical conflict:** it is defined as any action or circumstance that may imply a conflict of interest or that detracts from objectivity, equity, independence or impartiality, in view of the fact that private interest may prevail over decision-making for one's own benefit or that of a third party and/or to the detriment of the interests of the company. When there are doubts in relation to a potential conflict, a dilemma should be formulated before the ethical line.
- 4.12. Contractors:** refers, in the context of a business or transaction, to any third party that provides services to a Company or that has a contractual legal relationship of any nature with it. Contractors may include, but are not limited to, suppliers, intermediaries, agents, distributors, advisors, consultants, and people who are parties to partnerships, joint ventures or consortiums, or joint ventures with the Company.
- 4.13. Political Contribution:** Includes any contribution or contribution, in cash or in kind, made for the purpose of supporting a political cause. In-kind contributions may include the gift of goods or services, advertising or promotional activities that support a political party, the purchase of tickets to fundraising events, the rental of meeting items such as tents, chairs, etc., and contributions to research organizations linked to a political party.
- 4.14. Corruption:** It is the human action that transgresses legal norms and ethical principles. It will also be understood as all conduct aimed at a Company benefiting, or seeking a benefit or interest, or being used as a means in, the commission of crimes against the public administration or property or in the commission of National or Transnational Bribery conduct.
- 4.15. Private Corruption:** It is the act of promising, giving or offering, directly or indirectly, to a person (Public Servant, including Foreign Public Servants, supplier, client, business partner, among others) a gift or any unjustified benefit to obtain a benefit in exchange for oneself or for a third party.
- 4.16. Due Diligence:** Review and evaluation process that must be completed before initiating a relationship with Stakeholders or Business Partners, and that constitutes a control mechanism against the risks of corruption, bribery (including transnational bribery), and fraud, to which Ocesa is exposed. The purpose of due diligence is to know the Beneficial Owners of certain transactions, especially when legal business or state contracts are entered into, as well as to understand the operations, businesses and activities carried out by such Stakeholders or Business Partners, among other relevant aspects, to determine the risk profile and sources of funds. Due diligence may be periodic depending on the identification

of Red Flags.

- 4.17. **Stakeholders:** Are the Stakeholders and/or any other person, natural or legal, who has commercial, social or any other type of relationship with Ocesa. According to the nature of each topic addressed, sections of the Manual are presented referring to one or other of these Stakeholders and in this sense, they must be understood.
- 4.18. **Employee:** is the individual who is obliged to provide a personal service under an employment relationship or provision of services to a Company or any of its Subordinate Companies.
- 4.19. **Company:** is the commercial company, sole proprietorship or branch of a foreign company supervised by the “Superintendencia de Sociedades,” in accordance with Articles 83, 84 and 85 of Law 222 of 1995.
- 4.20. **Risk Events:** These are those sources that generate risk of corruption, fraud, and unethical conduct.
- 4.21. **Risk Factors:** These are the possible elements or causes that generate C/ST Risk for any Supervised Entity.
- 4.22. **FCPA: Foreign Corrupt Practices Act (FCPA).** The FCPA states that it is a crime in U.S. jurisdiction to pay or offer anything of value, directly or indirectly to a foreign government official, to obtain or retain business or gain an improper business advantage.
- 4.23. **Fraud:** A false statement knowing the truth or concealment of a material fact to induce another to act to its detriment. Fraud includes any intentional or deliberate act of depriving another of property or money by cunning, deceit, or other unfair acts.
- 4.24. **Civil servant:** Any person linked to Ocesa through an employment relationship and workers on mission.
- 4.25. **Law 1778:** is Law 1778 of February 2, 2016.
- 4.26. **Sanctions Lists:** These are those lists on the basis of which Ocesa will refrain from entering into or may terminate ties of any kind with the natural or legal persons that appear on them. The following have this characteristic: United Nations lists: These are the lists issued by the United Nations Security Council of persons and entities associated with terrorist organizations. These lists are binding on Colombia under international law.
- 4.27. **OFAC Lists:** These are the lists issued by the Office of Foreign Assets Control (OFAC) of the U.S. Department of the Treasury. They contain names of Significant Designated Narcotics Traffickers (SDNT LIST), Significant Foreign Narcotic Traffickers (SFNT LIST), Significant Designated Global Terrorists (SDGT LIST), leaders of criminal or terrorist organizations, or who represent one or all of the aforementioned risks.
- 4.28. **Other lists:** The U.S. Federal Bureau of Investigation's Most Wanted List, International Police Lists, Bank of England List, The Bank of England, The U.S. list of the DEA, the Attorney General's Office, the Comptroller's Office, the DIAN and other lists that by their nature generate a high risk that cannot be mitigated with the adoption of controls or modifying the applicable regulations.
- 4.29. **Risk Matrix:** is the tool that allows Ocesa to identify Corruption, Fraud or Bribery Risks (national and/or transnational).
- 4.30. **International Business or Transactions:** International business or transaction is understood as business or transactions of any nature with foreign natural or legal people under public or private law.
- 4.31. **Compliance Officer:** is the natural person who must comply with the functions and obligations established in Chapter XIII of the Basic Legal Circular of the “Superintendencia de Sociedades.” In the case of OCENSA, the Compliance Officer is the Risk and Compliance Manager and may, if so, decided by the competent bodies of the Entity, assume functions in relation to other risk management systems such as SAGRILAF and the Anti-Bribery Management System.

- 4.32. Facilitation Payments:** These can be payments of small amounts in cash or anything of value intended for public or private officials who process certain (non-discretionary) requests so that such requests are given priority or their processing is more expeditious. In Ocesa this type of payment is prohibited. Some of its characteristics are: i) The person who pays does not intend to obtain a business or contract; only to promptly resolve a matter, to expedite a procedure, or a similar situation; (ii) The payer has the right to obtain what he or she requests; (iii) The recipient of the payment is usually a public official or employee of an organization, with some control over the procedure. Payments to commercial service providers may also be made; (iv) The officer or employee is not entitled to payment; (v) They are usually carried out in secret; (vi) A company may operate simultaneously in one country where facilitation payments are strictly prohibited and in another country where they are permitted under certain circumstances; (vii) It is not necessary that the payment or benefit be perfected, a simple promise is enough for the fault to be established.
- 4.33. Stakeholders:** Shareholders and investors; customers; State; employees, community, and society; contractors and suppliers.
- 4.34. Publicly Politically Exposed Persons (PEP):** These are the public servants of any system of nomenclature and classification of jobs in the national and territorial public administration, when in the positions they occupy, they have in the functions of the area to which they belong or in those of the file of the job they occupy, under their direct responsibility or by delegation, the general direction, the formulation of institutional policies and the adoption of plans, programs and projects, the direct management of goods, money or securities of the State. These can be through expenditure management, public procurement, investment project management, payments, settlements, administration of movable and immovable property. It also includes Foreign PEPs and PEPs of International Organizations.
- 4.35. Compliance Policies:** are the general policies adopted by the Entity to conduct its business and operations in an ethical, transparent, and honest manner; and to be in a position to identify, detect, prevent and mitigate the Risks of Corruption, Fraud or Bribery (national and/or transnational). When we refer to the Anti-Bribery, Anti-Fraud and Anti-Corruption Policy, it shall be understood as the Compliance Policy.
- 4.36. Transparency and Business Ethics Program or PTEE:** It is the document that, among others, includes 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 the Risks of Corruption, Fraud or Bribery (national and/or transnational) that may affect the Entity.
- 4.37. Corruption Risks:** It is the possibility that, by action or omission, the purposes of the administration are diverted, or the assets are affected towards a private benefit.
- 4.38. Bribery Risks:** is the possibility that a legal person, directly or indirectly, offers or promises to a Public Servant or an individual sums of money, objects of pecuniary value or any benefit or utility in exchange for said public servant or employee, performing, omitting or delaying any act related to his or her functions and in relation to a National or International Business or Transaction.
- 4.39. Red Flag:** Facts, situations, events, amounts, quantitative and qualitative indicators, financial ratios and other information that Ocesa determines to be relevant and from which the possible existence of a Risk or a fact or situation that escapes what the Company determines as normal can be inferred in a timely and/or prospective manner.
- 4.40. Bribery:** It is the offer, proposal, promise, delivery, acceptance or request of an undue advantage of any value, whether in money or in kind (products, services, offers, promise to

pay something in the future), directly or indirectly, in exchange for an undue personal benefit, from a third party or for the company, or for a person to act or stop acting. Bribery can include public officials, natural people, companies, and/or private organizations. The FCPA Law, which applies to Ecopetrol Group companies for being listed on the New York Stock Exchange (NYSE), establishes that it is a crime to pay or offer anything of value, directly or indirectly to a non-U.S. public servant, to obtain or retain business or obtain an improper business advantage. under penalty of the corresponding sanctions by the United States Department of Justice - DOJ and the Securities and Exchange Commission - SEC. For its part, in Colombia, Law 1778 of 2016 (or those that modify or add to it) defines what is related to conduct that constitutes transnational bribery, as well as what corresponds to its investigation and punishment by administrative, control and judicial authorities. They can be considered as bribery, among others: money, payment or reimbursement of travel, gifts, training, attention or benefits to the family, payments of services or clubs, courtesy favors, scholarships, sponsorships, improper payments disguised as contributions, offer of employment, payments or forgiveness of debts, improvements to property, etc.

- 4.41. **Transnational Bribery:** Giving, offering, promising to a Foreign Public Servant money, objects of pecuniary value or any benefit or utility in exchange for the latter performing, omitting, or delaying any act related to his or her functions and in connection with an International Business or Transaction. OCENSA prohibits the Stakeholders of this policy from engaging in these conducts.
- 4.42. **Business Partner:** Those external stakeholders with whom Ocensa has or plans to have business relationships and who could have a higher level of exposure to the risk of Fraud, Bribery and Corruption. Business Partners includes, but is not limited to, business alliance partners; external suppliers and consultants, among others, customs agents, advisors with legal representation, subcontractors.
- 4.43. **Risk:** According to ISO 31000:2018, an international standard that provides principles and guidelines for risk management, risk is defined as the effect of uncertainty on objectives, which is how Ocensa considers it as anything that may at any given time impede the achievement of the strategic, operational, regulatory compliance and financial information reporting objectives (including projects) formulated by the company. or the successful implementation of the strategies. It is not limited to negative or unexpected events. It also implies the absence or waste of positive events or opportunities.
- 4.44. **Public Servant:** Includes any person who works for a Government Entity in accordance with the current legal regulations of the country of origin. Individuals who perform a public function and people who act in the name and representation of a political party are also considered as such. Similarly, employees and officials of companies that are owned or controlled by a State.
- 4.45. **Foreign Public Servant:** A Foreign Public Servant is understood to be any person who holds 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 exercises a public function for a State, its political subdivisions or local authorities, or in a foreign jurisdiction, whether within a public body, or 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 from a foreign jurisdiction. It shall also be understood that any official or agent of a public international organization holds the aforementioned status. They will also be those enshrined in paragraph 1 of Article 2 of Law 1778 or the regulations that replace or modify it.
- 4.46. **Representative Value:** A gift, attention or gift whose value exceeds one fifth of a current Colombian legal minimum wage (SMMLV) is considered representative.

## 5. PRINCIPLES

This Manual is mandatory and is governed by the following statements:

- a. Ocesa is committed to complying with all applicable laws wherever it conducts business. Ocesa has a position of zero tolerance for events of Corruption, Fraud, Bribery, (national and/or transnational), transparency, violations of the FCPA, the rules on money laundering and financing of terrorism and proliferation of weapons of mass destruction, as well as rejects any behavior that may constitute a transgression of the Political Constitution of Colombia or that violates or ignores the provisions contained in the Code of Ethics and Conduct. No Recipient may incur, by action or omission, negligence, and/or intention, in acts associated with any of these activities and therefore they are obliged to prevent events of this nature.
- b. In case of identifying any situation related to corruption, fraud, bribery (national and/or transnational), or any of the above, the Stakeholders must report it as soon as possible through the Complaint Whistleblowing Channels. These channels will also receive dilemmas or queries related to such behaviors. Any person who reports in good faith an alleged or real situation will be protected by the principle of confidentiality, anonymity, and non-retaliation. In Ocesa reprisals against whistleblowers are rejected. Ocesa will conduct the corresponding verification regardless of the position, position, link with the company or seniority of the people allegedly linked to the event.
- c. Ocesa does not tolerate the achievement of results in exchange for violating international or national standards, internal regulations or, in general, through any dishonest act. The company's senior managers fully support those who refuse to engage in corruption, even if a business opportunity is lost as a result.
- d. The Company will fully support all Stakeholders who refuse to perform improper acts, such as those prohibited in this Manual, even if a business opportunity is lost as a result.
- e. Ocesa promotes a culture of prevention, detection and control of any event associated with ethics and compliance issues and will strive to give adequate management to the cases detected to take corrective, informative and sanctioning measures. Likewise, the Company will investigate and sanction all actions that involve the materialization of any of the risks of Fraud, Bribery and Corruption.
- f. Ocesa rejects acts of favoritism, clientelism or nepotism in selection processes. Likewise, no recipient of this manual should feel pressured to agree to this type of conduct under any circumstances and it is recalled that they are illegal under Colombian law.
- g. The Organization prohibits facilitation payments, contributions, activities, and payments for lobbying services, political donations, and donations that do not meet the requirements of the Political Constitution of Colombia or the law.
- h. If you have any questions or concerns, recipients can make inquiries through the Whistleblowing Channels. In the same way, Ocesa workers have the duty to inform the competent authorities of the crimes, contraventions, and disciplinary offenses of which they are aware.
- i. If any of the Stakeholders is included in any of the Sanctions Lists, such facts will be considered as behavior that violates the Company's corporate values, the Code of Ethics

and Conduct and this Manual. OCENSA will analyze case by case and determine whether it is appropriate to terminate the employment relationship or any other relationship, without prejudice to any other legal actions that may be appropriate.

- j. Ocesa will cooperate with national and foreign authorities in conducting any inquiry or investigation involving it or any company of the Ecopetrol Group, or even the Stakeholders of this Manual.
- k. In the event of Red Flags, Ocesa must carry out all the actions at its expense to establish whether acts of corruption, fraud, bribery (national and/or transnational) or any of the aforementioned were committed, and if it considers it pertinent, it must transfer it to the corresponding authorities or refrain from initiating or continuing with any type of relationship. Complaints, dilemmas, or queries involving issues related to these conducts, without exception, must be reported to the Compliance Officer.
- l. Ocesa will not establish any relationship with natural or legal people when there are elements that imply well-founded doubts about the legality of their operations or that there are well-founded doubts of Fraud, Bribery or Corruption in accordance with the analysis carried out in the due diligence procedure. There will also be no link with legal entities when any of the Stakeholders presents faults of Fraud, Bribery and Corruption or there are alerts with substantiated support: i) Partners, ii) Legal representatives, iii) Members of the Board of Directors, iv) Shareholders, partners or associates who have 5% or more of the share capital, contribution or participation.
- m. In relation to financial institutions as Stakeholders, links are only established with entities, in Colombia or abroad, when they are duly supervised by the corresponding control body, have a recognized record and have implemented mechanisms for the prevention and control of Fraud, Bribery and Corruption.
- n. In order to guarantee the suitability and effectiveness of the anti-bribery management system, the Company will seek to promote, maintain, execute and strengthen the PTEE, the Internal Control System and an ethical and transparent culture in the organization to prevent and mitigate the materialization of the risks of Bribery, Fraud and Corruption. The Company is also committed to designing and implementing mechanisms that guarantee the continuous improvement of PTEE and the anti-bribery management system.
- o. Failure to comply with the provisions contained herein shall be considered a serious offense and punished in accordance with the provisions of the INTERNAL WORK REGULATIONS in force and the DISCIPLINARY PROCEEDINGS PROCEDURE in force. and in the other regulations that are applicable, without prejudice to the legal actions that may be appropriate, according to the regulations in force that are applicable to each matter.
- p. Compliance gaps identified by Ocesa that present the types of compliance (corruption, bribery, fraud, FCPA, LA/FT/FPADM), without exception, must be reported to Ecopetrol's Compliance Officer.

## 6. OUTREACH AND TRAINING

The OCENSA PTEE will be disseminated within the Company and to the other Stakeholders on an annual basis through training, publication on the website, intranet, virtual courses, and other

mechanisms defined by the Compliance Officer in the annual compliance plan. Among the contents will be the topics of Corruption, Fraud and/or Bribery (national and transnational), and knowledge will be generated on the current regulations in this area, pointing out the specific responsibilities of applying controls for the prevention of such risks.

Likewise, in the awareness and training plans conducted at Ocesa, the Anti-Fraud, Anti-Bribery and Anti-Corruption Policy and the main procedures for the prevention of the risk of fraud, bribery and corruption must be made known.

It is the responsibility of the Compliance Officer to coordinate and ensure the necessary resources to conduct the training programs regarding the PTEE and the Anti-Bribery Management System, aimed at Ocesa Employees, which will have the following characteristics:

- a. Be executed at least once (1) a year for all Ocesa Employees. A record of its completion and support must be left containing the name of the attendees, date and the matters discussed.
- b. Be given in the form of awareness during the process of induction of new Employees, when their hiring is appropriate.
- c. Be given in the form of training to those Employees who have within their functions the execution of controls against the PTEE and the Anti-Bribery Management System.
- d. Be updated periodically, as needed, thus reflecting new relevant information.

In addition, the Senior Risk and Compliance Management, with the support of Ocesa's Management and Directorates, may send messages or newsletters to contractors and suppliers, employees, and customers on relevant matters of ethics and compliance.

## **7. ASSIGNMENT OF DUTIES AND OTHER GENERALITIES**

This Manual is aimed at Stakeholders and all those who have links with Ocesa, as well as is applicable to all processes in which Risk factors are presented, mainly associated with Bribery, Fraud, and/or Corruption. The following are the functions regarding the execution of the different stages, elements and other activities associated with the PTEE and the Anti-Bribery Management System.

In defining the bodies in charge of conducting an evaluation of compliance and effectiveness of the PTEE and the Anti-Bribery Management System, Ocesa has taken into account the incompatibility and inability of the different responsible parties to perform their functions.

### **7.1. FUNCTIONS OF THE BOARD OF DIRECTORS**

The approval of the PTEE is in charge of the Board of Directors, after presentation made by the Compliance Officer and the President of the Company. The support for such approval will be taken into account in a meeting minute containing the presentation and respective approval.

The Board of Directors shall have the functions indicated in the Code of Good Governance and in addition the following:

- a. To issue and define the Anti-Fraud, Anti-Bribery and Anti-Corruption Policy (understood as the Anti-Bribery Policy).
- b. Define the profile of the Compliance Officer in accordance with the Anti-Bribery Policy.
- c. Designate the Compliance Officer and the Ad Hoc Officer where necessary.
- d. To approve the document contemplated by the PTEE.

- e. Assume a commitment aimed at the prevention of the Risks of Fraud, Bribery and Corruption so that the Company can conduct its business in an ethical, transparent, and honest manner.
- f. Ensure the supply of the economic, human, technical and logistical resources required by the Compliance Officer for the fulfillment of his work.
- g. To order the pertinent actions against the officers, who have management and administration functions in the Company, the Employees, and administrators, when any of the above violates the provisions of the PTEE.
- h. Lead an appropriate communication and pedagogy strategy to ensure the effective dissemination and knowledge of the Compliance Policies and the PTEE to Employees, Associates, Contractors (according to the Risk Factors and Risk Matrix) and other identified stakeholders.
- i. Ensure that Ocesa's strategy and the Anti-Bribery Policy are aligned.
- j. Conduct a constant review, at least every year, of the content and operation of the Anti-Bribery Management System. In this sense, compliance with the objectives, monitoring of processes and measurement of the effectiveness of controls will be reviewed.
- k. Supervise the implementation of the Anti-Bribery Management System by the directors and its effectiveness through the information provided by the Compliance Officer

In any case, the Audit Committee of the Board of Directors shall review the reports that are submitted by the Compliance Officer in relation to the activities conducted under the PTEE and the Ocesa Anti-Bribery Management System.

## **7.2. FUNCTIONS OF THE PRESIDENT OR LEGAL REPRESENTATIVE**

The Functions of the President of the company will be the following:

- a. Present, together with the Compliance Officer, for approval by the Board of Directors, the proposal of the PTEE.
- b. Ensure that the PTEE is articulated with the Policies adopted by the Board of Directors.
- c. Provide effective, efficient, and timely support to the Compliance Officer in the design, direction, supervision, and monitoring of the PTEE.
- d. Certify to the "Superintendencia de Sociedades" compliance with the provisions of Chapter XIII of the Basic Legal Circular of the "Superintendencia de Sociedades," when required by this entity.
- e. Ensure that the activities resulting from the development of the PTEE are duly documented, so that the information is allowed to meet criteria of integrity, reliability, availability, compliance, effectiveness, efficiency, and confidentiality.

## **7.3. COMPLIANCE OFFICER PROFILE AND DUTIES**

The OCENSA Compliance Officer will actively participate in the procedures for designing, directing, implementing, verifying compliance and monitoring of the PTEE and the Anti-Bribery Management System.

The Compliance Officer will be able to make decisions regarding the management of Fraud, Bribery and/or Corruption Risks and will be responsible for the proper operation and functioning of the Anti-Bribery Management System through the exercise of the Anti-Bribery Compliance Function. To this end, the Compliance Officer will have the following requirements and functions:

### **7.3.1. REQUIREMENTS AND PROFILE TO BE A COMPLIANCE OFFICER**

- a. The Compliance Officer shall be appointed by the Board of Directors and such position shall be exercised by the Risk and Compliance Manager or whoever takes his place; In their profile, they must have a minimum of six (6) months of experience in the performance of positions related to Compliance or Ethics or Internal Control, and will have knowledge of Risk Management (through specialization, courses, diplomas, etc.).
- b. The Compliance Officer will report directly to the CAJD of the Board of Directors and will have decision-making capacity to manage the risk of Fraud, Bribery and Corruption. Therefore, the Compliance Officer may not belong to the administration, to the corporate bodies, or to the Tax Audit and/or Audit Office.
- c. Not serve as a Compliance Officer, principal or alternate, in more than ten (10) Companies.
- d. Be domiciled in Colombia.

### **7.3.2. INABILITY AND INCOMPATIBILITIES OF THE COMPLIANCE OFFICER**

A person may not be appointed as a Compliance Officer who:

- a. Belongs to the Shareholders or the Governing Body;
- b. Whoever acts as a Tax Auditor or is part of the company that serves as a Tax Auditor;
- c. Has internal control or audit functions in the Organization;
- d. Does not meet the minimum requirements set forth in the previous section.

### **7.3.3. DUTIES OF THE COMPLIANCE OFFICER**

The functions of the Compliance Officer, in addition to those contemplated in his or her functions manual, shall be the following:

- a. Present the PTEE's proposal to the Board of Directors with the legal representative.
- b. Submit at least annually a report containing the evaluation and analysis of the efficiency and effectiveness of the PTEE, as well as the performance of the Anti-Bribery Management System.
- c. Ensure that the PTEE is articulated with the Policies.
- d. Ensure effective, efficient, and timely compliance with the PTEE.
- e. Implement a Risk Matrix and update it in accordance with the Entity's own needs, its Risk Factors, and the materiality of the Risk.
- f. Define, adopt, and monitor actions and tools for the detection of the Risk of Fraud, Bribery and Corruption.
- g. Ensure the implementation of appropriate channels to allow anyone to confidentially report breaches of the PTEE, the Anti-Bribery Management System and acts of Fraud, Bribery and Corruption.
- h. Verify the proper application of whistleblower protection, and with respect to employees, verify the procedures for the prevention of workplace harassment in accordance with the law.
- i. Establish internal investigation procedures in the Entity to detect breaches of the PTEE and acts of Corruption.
- j. Coordinate the development of internal training programs.
- k. Verify compliance with Due Diligence procedures.
- l. Ensure the proper filing of documentary support and other information that is the responsibility of the Company's areas, related to the management and prevention of the Risk of Fraud, Bribery, and/or Corruption.
- m. Design the methodologies for classification, identification, measurement, and control of the Risk

that will be part of the PTEE.

- n. Monitoring of the PTEE and the Anti-Bribery Management System
- o. Advise and guide staff on the PTEE and the Anti-Bribery Management System
- p. Ensure that the Anti-Bribery Management System complies with regulatory standards.

#### **7.3.4. CONFLICTS OF INTEREST**

Ocensa has a Code of Ethics and Conduct within which the events that constitute conflict of interest and Ethical Conflict of Interest have been established. When the Compliance Officer is faced with a conflict of interest or Ethical Conflict of Interest in the performance of his/her duties, he/she must inform the audit committee and the Board of Directors, so that the latter can take the necessary measures to mitigate the situation.

#### **7.4. FUNCTIONS OF THE TAX AUDITOR**

The Statutory Auditor shall have the following functions, among others:

- a. The tax auditor must report to the competent authorities any act of corruption that he or she becomes aware of in the performance of his or her duties.
- b. Report to criminal, disciplinary, and administrative authorities the alleged performance of conduct associated with Corruption and Bribery, which it detects in the exercise of its position.
- c. To inform the corporate bodies and the administration of Ocensa of the facts of Fraud, Bribery or Corruption that it finds.
- d. To conduct the work on Fraud, Bribery or Corruption that it deems appropriate.

In compliance with his duty, the tax auditor must pay special attention to the alerts that may give rise to suspicion of an act related to a possible act of corruption.

#### **7.5. FUNCTIONS OF THE DIRECTORS**

Directors have overall responsibilities in the design and implementation of the PTEE and the Anti-Bribery Management System, including:

- a. Demonstrate commitment to the PTEE and set an example with its actions to promote an ethical and compliance culture in the Company and management in matters of Fraud, Bribery and Corruption.
- b. To create and promote a culture of no tolerance for Fraud, Bribery or Corruption and of continuous improvement in this area.
- c. Monitor the risks of Fraud, Bribery and Corruption in their directorates and ensure the adequate implementation of controls that mitigate them.
- d. Provide support and direction regarding the implementation of this Manual.
- e. Communicate any unusual situation to the Compliance Officer as soon as possible.
- f. Communicate internally and externally what is related to the Anti-Fraud, Anti-Bribery and Anti-Corruption Policy.
- g. Communicate the importance of effective anti-bribery management and compliance with the requirements of the Anti-Bribery Management System.
- h. The Senior Risk and Compliance Management will ensure that the Anti-Bribery Management System is adequately designed to achieve the objectives.
- i. Directing and supporting staff to contribute to the effectiveness of the Anti-Bribery Management System
- j. Support other management roles in the prevention and detection of fraud, bribery, and

corruption.

- k. Encourage the use of the ethics hotline and non-retaliation, discrimination, or disciplinary action against whistleblowers.
- l. Report on when required the operation of the Anti-Bribery Management System.

## 7.6. EMPLOYEE ROLES

All employees have the following duties with respect to the PTEE and the Anti-Bribery Management System:

- a. Know, understand and apply this Manual.
- b. Cooperate in the investigations conducted by the competent authorities.
- c. Raise the dilemmas and queries before the ethical line necessary to obtain advice and file complaints when they have knowledge of facts related to corruption, even if it has not been configured.
- d. Not tolerate or facilitate acts that constitute risks of Corruption, Bribery and Fraud.

Those employees with exposure to risk must, in addition to those already mentioned, perform the following functions:

- a. Execute the controls in their charge and leave evidence of their compliance.
- b. Identify warning signs in matters of Corruption, Bribery (national and/or transnational), and Fraud according to the area to which they belong.
- c. Inform the Compliance Officer in a timely manner, when it is not possible to adequately implement a control.
- d. Inform the Compliance Officer in a timely manner when any procedure or main guideline of the area is threatened by the risk of Corruption, Bribery (national and/or transnational), and Fraud.

## 7.7. ROLES OF STAKEHOLDERS

- a. Identify, evaluate, control, manage and monitor potential risks of Corruption, Bribery (national and/or transnational), and Fraud in the development of its activities with Ocesa.
- b. Document operations and have records of the transactions conducted with Ocesa.
- c. Consult the business ethics line when they require advice in this type of situation, report the facts that may generate warning signs for this same reason. media and report acts of Corruption, Bribery (national and/or transnational), and Fraud of which it becomes aware even if these facts do not materialize.
- d. Participate in training and training activities within the prevention of these risks.

## 8. STAGES OF THE PTEE

The PTEE is composed of the stages of identifying, preventing, controlling, and managing and the consequences of its materialization as follows:

### 8.1. RISK IDENTIFICATION

The identification stage shall be understood as the one in which OCENSA determines the Risk Factors for Bribery, Fraud and Corruption, as well as the risks associated with it. To this end, the company:

- a. In accordance with the Segmentation guidelines, Ocesa will classify the risk factors of Bribery, Fraud and Corruption, define a tool and a methodology which will result in the execution of action plans, which will be monitored by the Compliance Officer.
- b. It will have and implement the mechanisms and measures that allow it to adequately know, identify, and individualize the risks of bribery, fraud and corruption that are applicable to it. Within the mechanisms there may be independent diagnoses such as periodic Due Diligence and Compliance Audit procedures or those that the Company deems appropriate from time to time.
- c. It will adopt appropriate measures to mitigate the Risks of Bribery, Fraud and Corruption once these have been identified and detected.
- d. Assess the risks (regardless of the mechanism chosen), to serve as a basis for the Board or Administration to determine the modification of the PTEE, when circumstances so require.

Ocesa will use the Risk Management Manual, the Risk Management Policy and other related documents defined by the Company to identify and mitigate the Risks of Bribery, Fraud and Corruption. The Company will in turn create the Bribery, Fraud and Corruption risk matrix to define the most appropriate control mechanisms and their application.

### 8.2. RISK MEASUREMENT OR ASSESSMENT

The evaluation is the stage that allows measuring the possibility or probability of occurrence of the inherent and residual Risk against each of the Risk Factors of Bribery, Fraud and Corruption, as well as the impact if it materializes. These measurements may be qualitative or quantitative. The foregoing allows establishing the inherent and residual Risk profile of Ocesa, of the aggregate measurements in each Risk Factor of Bribery, Fraud and Corruption and in their associated risks.



For the above, the valuation methodology and the RAM matrix in force for its valuation will be used. In addition: (i) appropriate measures shall be taken to mitigate and mitigate the Risks once they have been identified and detected; (ii) appropriate measures shall be taken to mitigate and mitigate the Risks, once they have been identified and detected; (iii) Risks will be assessed when entering new markets or offering new products or services; (iv) Assess the risks (regardless of the mechanism chosen), to serve as a basis for the Board or Administration to determine the modification of the PTEE, when circumstances so require.

### 8.3. RISK CONTROL AND MONITORING

At this stage, reasonable measures are developed to control the Inherent Risk to which Ocesa is exposed. Once the respective mitigating factors have been applied that seek to reduce exposure (in probability, impact, or both), the Company will calculate the residual risk. To control the risk Ocesa as

follows:

- a. It will establish the methodologies to define reasonable risk control measures.
- b. Apply the methodologies to each of the Risk Factors.
- c. It will establish controls in its processes based on the Risks identified in the classification, segmentation, and individualization of the Risk Factors and in accordance with the Risk Matrix, taking into account that the greater the risk, the greater the control.
- d. Due diligence, surveys, monitoring, and/or audits, among others, will be conducted when necessary to verify the PTEE.

#### **8.4. RISK MONITORING**

The monitoring of the risk of Fraud, Bribery and Corruption Ocesa will take into account, among others:

- a. Conduct periodic and comparative monitoring of Inherent Risk and Residual Risk.
- b. Identify and correct deficiencies in the PTEE.
- c. It will ensure the controls (design and operation) and that they refer to all risks and that they work in a timely and effective manner.
- d. Ensure that the residual risk is at the acceptance levels established by the Company.

In addition, activities such as:

- a. Continuous supervision: Activities conducted by all Ocesa officials in the normal course of the Company's management in which possible Fraud, Bribery and Corruption Risks may be identified for which there are insufficient controls.
- b. Process certifications: Directors are responsible for establishing, maintaining, evaluating, and monitoring the internal control of the processes in charge of their management. Based on the evaluation of the internal control system (self-assessments, verifications of assurance groups, internal and/or external audit tests and classification of control deficiencies), once a year they must certify the effectiveness of the controls in their charge (including those of Fraud, Bribery and Corruption), communicating if applicable the deficiencies identified and the respective action plans.
- c. Assessment of the Internal Control System - ICS: The Administration, based on its knowledge of the business and the results of the execution of the tests to management, must carry out a comprehensive assessment of the effectiveness of the ICS of Ocesa, which must take into account the controls that mitigate the risks of Fraud, Bribery and Corruption.
- d. Periodic ethics and compliance reports: The Compliance Officer, based on the inputs from the different monitoring activities mentioned above, will present reports to the Board of Directors or its delegate, which will contain the most relevant aspects of the PTEE.
- e. Statement of Ethics and Compliance (Commitment to Transparency): It is a statement in which all employees express once a year their understanding and compliance with their responsibilities associated with business ethics.
- f. Make comparisons on the evolution of the inherent risk, against the residual risk of each risk factor and the associated risks.
- g. Prepare reports on the effectiveness of the controls implemented and on the evolution.

#### **9. DUE DILIGENCE**

One of the tools that OCENSA has for the management of its Fraud, Bribery and Corruption risks and the knowledge of the Stakeholders is due diligence, which seeks to obtain better information on the risk to which the Company may be exposed from the point of view of the different risk factors that the

Stakeholders or their Subordinate Companies may have. That is why some of the following elements will be included in due diligence:

- a. Stakeholders are identified and their identity verified using reliable documents, data, or information from independent sources.
- b. The Beneficial Owner of the Stakeholders is identified, and reasonable steps are taken to verify their identity.
- c. For Legal Entities, reasonable measures must also be taken to know the structure of their ownership in order to obtain the name and identification number of the Ultimate Beneficial Owners (UBOs) with a stake of more than 5%, making use of the tools available. The measures taken must be proportionate to the level of risk and its materiality or complexity induced by the ownership structure of the commercial company or the nature of the majority shareholders.
- d. Understand, and where appropriate, obtain information about the intended purpose and character of the relationship.

Examine the transactions conducted throughout the relationship to ensure that the transactions conducted are consistent with the knowledge of the Stakeholders vs. the risk profile, including, where necessary, the source of funds, country, type of business, etc.

- e. Conduct interviews with Stakeholders and/or visits to their offices or facilities.
- f. Request for additional documentation from Stakeholders such as their financial statements, status of possible investigations, Fraud, Bribery and/or Corruption risk policy and procedures.
- g. Special control is exercised to ensure the annual updating of information and documentation. In the event that any of the Stakeholders of this type does not update the information, this fact is analyzed as a "red flag".  
Continuous monitoring of the relationship with Stakeholders must be conducted.
- h. The specific qualities of each Contractor, its reputation, and relations with third parties must be reviewed in a special way.
- i. There must be elements of judgment to rule out that the payment of a very high remuneration to a Contractor hides indirect payments of bribes or gifts to national public servants or Foreign Public Servants, which corresponds to the higher value that is recognized to a Contractor for its intermediation work.
- j. In the case of treasury, trust, and financial debt operations:

### **NATIONAL STAKEHOLDERS**

- 1 Check if the Stakeholders are entities supervised by the “Superintendencia Financiera de Colombia.”
- 2 Require a certification signed by the legal representative for the entities supervised by the SFC, who has sufficient powers to commit their entity, in which they state that they have appropriate and sufficient prevention and control mechanisms that allow them to know, prevent and effectively mitigate the inherent risks of Bribery, Fraud and Corruption.

### **INTERNATIONAL STAKEHOLDERS**

- 1 Review whether Stakeholders are located in countries classified as non-cooperative according to the Financial Action Task Force (FATF).
- 2 Review whether Stakeholders are located in countries subject to OFAC sanctions, including States that sponsor terrorism.
- 3 Review whether the Stakeholders are indicated as of special concern of money laundering, Fraud, Bribery, and/or Corruption either as an institution or as a jurisdiction.
- 4 Check if the Stakeholders are located in Offshore Financial Centers (OFC) and

whether or not they are within the exceptions that allow commercial relations to be established with it.

- 5 Require a certification signed by the legal representative or the Compliance Officer who has sufficient powers to commit his entity, stating: i) That it is a financial institution supervised by the competent control body in his country. ii) That it has appropriate and sufficient prevention and control mechanisms that allow it to know, prevent, and effectively mitigate the inherent risks of Fraud, Bribery, and/or Corruption. Only when such certification is satisfactorily submitted are relationships established with the Stakeholders. Such certification must be updated at least once a year.

### **9.1. DECISION ON INITIATING OR MAINTAINING LINKS WITH INTERESTED PARTIES**

- a. The Compliance Officer may issue a recommendation and the actions to be taken to establish, continue or not a relationship with the person or entity that is the subject of the report, However, the final decision will correspond to the Supply Management (in relation to contracts, suppliers, partners and labor), the Organization and Talent Directorate (with respect to employees), and the Strategy and Finance Directorate (in terms of customers).
- b. For this purpose, the Compliance Officer studies the case, and may request additional documentation that he or she deems necessary.
- c. The Compliance Officer communicates the results of the study to the reporting area, in a meeting in which a work plan on the corresponding situation is also defined.
- d. If the case is determined to be relevant or serious, it is referred to by the Ethics Committee for consideration. If it is not, the Compliance Officer accompanies the area, transmitting his recommendation to the person who has been referred.
- e. In the event that the matter is consulted with the Ethics Committee, the position of this Committee, together with the final recommendation, must be communicated by the Compliance Officer and the corresponding business unit, once the procedure established for the operation of the aforementioned Committee has been followed.
- f. The business unit must inform the Compliance Officer of the decision taken and the actions that resulted from it.
- g. The Compliance Officer monitors and follows up on the case, which includes a workshop on lessons learned and actions to be taken in the short and medium term.
- h. The Company may not initiate any contractual or legal relationship with potential Stakeholders until the form has been completely completed, along with the required support, the interview has been conducted, the information has been analyzed and approved.

### **10. WARNING SIGNS**

Ocensa will build a series of Fraud, Bribery, and/or Corruption risk alerts on operations such as:

#### **CUSTOMS**

- a. Transport document that comes in the name of a recognized person or company and is later endorsed to a third party with no experience in the sector.
- b. Goods submitted after travel, transshipment or cabotage and the Recipient's details are undefined: only the city, or telephone number, incomplete addresses, or names without surnames, etc. are quoted.
- c. Loss or theft of goods on the way from the place of arrival to the warehouse.

## STAKEHOLDERS

- a. Natural or legal people who are not fully identified.
- b. Invoices that appear to be false or do not reflect the reality of a transaction or are inflated and contain excess discounts or refunds.
- c. Operations abroad whose contractual terms are highly sophisticated.
- d. Transfer of funds to countries considered as tax havens.
- e. Operations that do not have a logical, economic, or practical explanation.
- f. Operations that are outside the ordinary course of business.
- g. Transactions where the identity of the parties or the origin of the funds is unclear.
- h. Assets or rights included in the financial statements, which have no real value or that do not exist.
- i. Complex or international legal structures with no apparent commercial, legal or tax benefits or owning and controlling a legal entity with no commercial purpose, particularly if it is located abroad.
- j. Legal entities with structures where there are national trusts or foreign trusts, or non-profit foundations.
- k. Legal entities with "offshore entities" or "offshore bank accounts" structures.
- l. Non-operating companies under the terms of Law 1955 of 2019 or that due to the development of the business can be considered as "paper" entities, that is, that reasonably do not fulfill any commercial purpose.
- m. Companies declared as fictitious suppliers by the DIAN.
- n. Legal entities where the Final Beneficiary is not identified.
- o. Contracts with contractors or state entities that give the appearance of legality that do not reflect precise contractual duties and obligations.
- p. Contracts with Contractors that provide services to a single client.
- q. Unusual gains or losses on contracts with Contractors or state entities or significant changes without business justification.
- r. Contracts that contain variable remuneration that is unreasonable or that contains payments in cash, in Virtual Assets (as this term is defined in Chapter X), or in kind.
- s. Payments to PEPs or people close to the PEPs.
- t. Payments to related parties (Associates, Employees, Subordinate Companies, branches, among others) without apparent justification.
- u. Entities located in countries classified as non-cooperative according to the FATF.
- v. Entities located in countries subject to OFAC sanctions, including States that finance terrorism.
- w. Stakeholders acting on behalf of third parties, attempting to conceal the identity of the real customer.
- x. Stakeholders whose phone number is disconnected or the telephone number at the time of the verification call does not match the information initially provided.
- y. Stakeholders who pressure any employee of the Company not to fill out forms that imply the registration of the information or the Report of the Operation.
- z. Interested parties who conduct operations in quantities or values not in accordance with their economic activity.
- aa. Stakeholders who register the same address and/or telephone number of other people with whom they have no relationship.
- bb. Interested parties who frequently change their data (address, telephone number, occupation, etc.).
- cc. Stakeholders who suddenly and inconsistently change transactions and ways of handling money.
- dd. Stakeholders who refuse to support a transaction or update basic information.

- ee. Interested parties who demand to be attended to or express a marked preference for a specific official.
- ff. Stakeholders who provide false, difficult to verify or insufficient information.
- gg. Stakeholders who are reluctant or annoyed when they are asked for adequate identification or the completion of the mandatory forms to be able to carry out certain types of operations.
- hh. Stakeholders who offer products or services with prices below normal market costs or higher purchasing costs.
- ii. Stakeholders that present inconsistencies in the information related to the existence, identification, or address.
- jj. Stakeholders that present inconsistencies in the information compared to that provided by other sources.

## CONTRACTING

Recruitment is a process that is generally vulnerable to acts of corruption. In order to prevent workers from actions of this nature in the different stages of the contract, the following illustrative and non-exhaustive situations are listed:

- a. **Design:**
  - i. Addressing the contract based on technical, legal, economic specifications, among others.
  - ii. Manipulation of information or conditions of the need for purchase/contracting so that a contract is assigned to one or more third parties in particular.
  - iii. Purchases or contracting services for securities that do not conform to real market values.
  - iv. Filter or manipulate technical information and in general information of the process to be opened (budget, decisions in Committees) sensitive for one's own benefit or that of a third party.

**b. Selection:**

- i. Direction of the type of contractor selection processes (direct selection, closed competition, open competition).
- ii. Directing the conditions of the process to favor the selection of a certain contractor.
- iii. Influence the bid evaluation process or adjust the results to favor one of the participants.
- iv. Selection of suppliers by direct contracting without justification, and the contracted one not being the best option.
- v. Splitting of contracts avoiding compliance with required decision-making and approval instances.
- vi. Awarding contracts in exchange for favors or personal benefits.
- vii. Leak or manipulate sensitive technical or economic information for one's own benefit or that of a third party.
- viii. Soliciting or receiving participation, profit, or bribe from the contractor in exchange for being favored.

**c. Execution:**

- i. Lack of control over changes in specific activities or amounts during the execution of the contract/project.
- ii. Requesting or receiving participation, profit, or bribe from the contractor to expedite receipts and payments, requesting contractual additions that imply monetary increases, increasing delivery times avoiding the imposition of fines for non-compliance, avoiding the imposition of fines in general, among others.
- iii. Leak or manipulate sensitive technical information for one's own benefit or that of a third party.
- iv. Manipulate progress reports of contracts/projects/works to speed up a payment.
- v. Influencing the conclusions of the auditors by hiding or manipulating relevant information about a contract/work/project.
- vi. Receiving goods or services not contemplated in the scope of the contract or outside the specifications and yet paying them to receive a percentage or remuneration.
- vii. Receive or solicit gifts or benefits from contractors or suppliers.
- viii. Payment for goods/services that have not been received or do not meet the technical specifications, or that lack adequate support.

**d. Liquidation:**

- i. Influencing the conclusions of the auditors by hiding or manipulating relevant information about a contract/work/project.
- ii. Receiving or soliciting gifts or

**OPERATIONS**

- a. High volume of cash with no apparent justification.
- b. Movable or immovable property at prices that are considerably different from normal market prices.
- c. Donations that do not have an apparent Ultimate Beneficiary, whose origin is not known or that the latter is domiciled in a high-risk country or jurisdiction.
- d. Relevant operations, businesses, or contracts that are not in writing.
- e. Payments of transactions with resources derived from international remittances from several

- senders in favor of the same beneficiary, or from the same sender in favor of several recipients, without an apparent relationship.
- f. Operations with subcontractors that have not been identified.
- g. Trade or business with the people included in the Binding Lists.
- h. Transactions entered into with Stakeholders domiciled or located in Geographical Areas designated by FATF as non-cooperating.
- i. Transactions with Products derived from illegal activities (including, but not limited to, smuggling).
- j. Operations with Products that have not been duly nationalized.
- k. Transactions with restricted sales Products that do not have the proper authorizations or licenses.

## **OTHER**

- a. Stakeholders who pressure any employee of the Company not to fill out forms that imply the registration of the information or the Report of the Operation.
- b. Interested parties who conduct operations in quantities or values not in accordance with their economic activity.
- c. Stakeholders who offer products or services with prices below normal market costs or higher purchasing costs.
- d. Stakeholders who present inconsistencies in the information related to existence, identification, or address.
- e. Stakeholders that present inconsistencies in the information compared to that provided by other sources.
- f. Stakeholders who have a judicial record of Fraud, Bribery, and/or Corruption.
- g. Admitting new shareholders or partners without verifying the origin of the resources they contribute.
- h. Conducting business, operations, or contracts without leaving a record of these.

## **11. GIFTS, ATTENTIONS, COURTESIES AND ENTERTAINMENT**

Ocensa recognizes that the exchange of hospitality or courtesy is a common social practice in the business environment, usually conducted to strengthen ties with Stakeholders.

These situations, however, must be managed within parameters recognized as acceptable by Ocensa and must not give rise to feelings of commitment or preferential treatment towards the other party or generate potential Conflicts of Interest or violation of laws.

By virtue of the above, Ocensa, through an independent policy, will regulate aspects related to gifts, hospitality and courtesies, including general prohibitions, objective and subjective criteria, procedures for their return or handling in case they cannot be returned, as well as the obligation to report.

## **12. FACILITATION PAYMENTS**

They are small, unofficial, inappropriate, and improper payments that are made to obtain or expedite the performance of a necessary routine action, to which the person making the payment is entitled.

This type of payment is prohibited in Ocensa, even if they are of a smaller amount. In order for Ocensa workers to know how to identify them in the event of being confronted, their characteristics are listed below:

- Whoever pays does not intend to obtain a business or contract; only to promptly resolve a matter, expedite a proceeding, or a similar situation.
- Whoever pays has the right to get what he requests.
- The person receiving the payment is usually a public official or employee of an organization, who has interference over the procedure. Payments may also be made to commercial service providers.
- The officer or employee is not entitled to payment.
- It is not necessary for the payment or benefit to be perfected, a simple promise is enough for the fault to be configured.

Some examples of these payments can be:

- Payments to expedite or make it possible to obtain an operating or environmental license.
- Payments to a customs agent, in order to issue permits or deliver goods held at a customs office.
- Payments to speed up administrative processes.

### **13. REMUNERATION AND PAYMENT OF COMMISSIONS TO EMPLOYEES AND CONTRACTORS**

The payments made to the Employees are made in accordance with the provisions of the Colombian labor law in force, as well as the stipulations of the contracts. Any payment to counterparties, whether domestic or foreign, must be made through banking channels, where all movements can be traced.

All payments for services abroad must comply with the Colombian exchange regime and be channeled through banks authorized by the Bank of the Republic. All payments made to counterparties must be supported by the values stipulated in the Agreement and may be audited to confirm the legality of these and rule out diversion of resources or payments without contractual justification.

### **14. LOBBY**

In Ocesa, payments for lobbying services are prohibited, either directly or indirectly through any of its business partners, representatives, etc. Lobbying means paying to influence policy or legislative decision-making, or to influence decisions that must be made by government officials. Ocesa employees may only interact with public servants for the development and execution of the Company's own activities, in accordance with the internal and external provisions that govern the matter for this purpose. In such relationships, such lobbying activities and any act of corruption, bribery, supply or receipt of attention, or any fact that may affect or call into question transparency are prohibited. Examples of lobbying are:

- Payments to third parties to manage the issuance of laws, ordinances, or agreements that favors Ocesa.
- Payments to third parties to manage the issuance of licenses or permits.
- Payments to third parties to manage with government officials the design of public policies that favor Ocesa.

### **15. RELATIONSHIP WITH PUBLIC SERVANTS**

In the ordinary course of business of Ocesa it may occur that officials need to interact with persons considered Public Servants according to the definition contained in this Manual.

In order to promote a transparent and ethical relationship between Ocesa officials and national and foreign public servants from different entities, the following guidelines must be observed:

a) **Meetings:**

1. Any meeting with Public Servants shall be held, as far as possible, in the offices of the entity of which the Public Servant is a member.
2. The meetings must be scheduled in the calendars of both the official and the entity or the Public Servant and must have been approved by the official's reporting line before it takes place.
3. The meetings must always be attended by at least two Ocesa officials.
4. Once the meeting is over, an attempt should be made to draw up a record of the topics discussed to be approved by the attendees and subsequently sent via email.

b) **Invitations to events, gifts, and/or hospitality:**

1. When it is desired to have the participation of an entity in an event, the invitation must be extended in a general way, without indicating a specific Public Servant as a guest.
2. It will be the entity that will be in charge of choosing the attendees.
3. Ocesa will not cover any type of expense related to the attendance of the Public Servants who will be part of the event and will be provided with the same attention as any other participant. (Example: snacks, lunches, promotional material, etc.)
4. It is strictly forbidden to extend invitations, grant gifts or other types of hospitality to Public Servants on behalf of Ocesa, especially to those in charge of knowing or deciding on matters of interest to Ocesa, (e.g., bidding processes, granting of permits or licenses, judicial processes, etc.).

## **16. REPORT OF COMPLAINTS TO THE “SUPERINTENDENCIA DE SOCIEDADES” AND “SECRETARÍA DE TRANSPARENCIA.”**

The Company will have an ethical whistleblowing hotline and additionally, Stakeholders or third parties may have the following links to report:

<https://www.supersociedades.gov.co/web/asuntos-economicos-societarios/canal-de-denuncias-por-soborno-transnacional>

<https://www.secretariatransparencia.gov.co/observatorio-anticorrupcion/portal-anticorrupcion>

## **17. DOCUMENTATION**

The information provided by the Stakeholders, as part of the Due process, as well as the name of the person who verified it, will be duly documented, so that due and timely diligence can be accredited by Ocesa in compliance with all the regulations on the protection of personal data.

Likewise, all businesses and contracts conducted by Ocesa must have the respective internal support, which will serve as the basis of the accounting record in the cases where applicable, and will constitute the evidentiary support of the transaction.

The area in charge of the process will in turn be responsible for the filing of the documentation of each Interested Party, its administration and custody and so that it can be used for the analysis of risks that have been detected. Likewise, each official is responsible for the integrity, veracity, reliability, and confidentiality of the information of the Stakeholders with whom Ocesa has established links.

The documentation must be kept in accordance with the provisions of Article 28 of Law 962 of 2005, or the regulation that modifies or replaces it, seeking the conservation of support for a maximum period of 10 years from the date of the last entry or document.

## 18. ATTENTION TO COMPLAINTS

Any official or third party who suspects an activity that deviates from the guidelines contained in this Manual must notify the Company as soon as possible through its Whistleblowing Channels. At the time of making the complaint, the complainant must provide the information he or she has about the alleged offense. This investigation, which will be conducted on the basis of the complaint, will be confidential and those who are involved will be excluded from the process.

The Channels Receiving Statements are operated by a third party independent of the Company and the information is handled in a confidential and reserved manner. However, the civil servant may apply to his hierarchical superior, to whom he or she deems appropriate, or to both, as indicated by the specific conditions of the act to be reported.

## 19. OTHER PROVISIONS

In Ocesa, the following provisions will be considered:

- a. In terms of Conflicts, it should be mentioned that it is mandatory to declare, report and manage them within the areas. Ocesa extends the guidelines on conflicts of interest to its Stakeholders through the Code of Ethics and Conduct that is applicable to them and through the signing of ethical clauses.
- b. In terms of gifts and hospitality, Ocesa employees are not authorized to give, offer, demand, request or accept gifts, hospitality, courtesies, meals, trips, or other benefits outside the parameters defined in the Company's regulations. Likewise, everything that is received and that is allowed in the regulations must be recorded and/or reported in the established information systems or formats, according to internal procedures.
- c. In terms of donations, only those authorized in Article 355 of the Colombian Political Constitution may be made and it will be understood that it is expressly forbidden for companies to make donations in favor of natural or legal persons under private law. Additionally, they cannot be used to divert money in favor of political activities or objectives outside the company.
- d. In terms of sponsorship, they are used as a strategy to strengthen reputation and brand exposure and the minimum requirements and prohibitions that are in force in the Company's regulations must be met. The minimum requirements for considering sponsorships are: i) The person requesting the sponsorship must be a legal person; (ii) The consideration given by the person requesting the sponsorship must be clearly defined; (iii) The sponsorship must aim to promote the image and brand of the company, in accordance with what is defined in the Communications Strategy that is in force; iv) The final value of the same will be that determined by the application of the current procedure. It will also be prohibited to sponsor:

- i) Events, entities, institutes or activities that generate confrontation between groups of society or Stakeholders of the Company;
  - ii) Events, entities, institutes or activities aimed at promoting alcohol or hallucinogenic substances;
  - iii) Events in which the Ocesa brand is negatively affected;
  - iv) Events, entities, institutes or activities in favor of a political candidate or current member of the national or territorial government;
  - v) Events, entities, institutes or activities that are associated with products that may affect human health or endanger the lives of attendees;
  - vi) Events, associations, entities, institutes or activities that have a political, ideological or religious orientation; or that promote discrimination of any kind;
  - vii) Events or activities that may be interpreted as an act of corruption under the terms of this Manual;
  - viii) Events whose primary purpose is fund-raising;
  - ix) Decorations, awards, and recognitions to natural people. In no case do the Sponsorships must represent a commitment or have the undue intention of obtaining a specific benefit in return. Prior to conducting the sponsorship, a due diligence process will be conducted in accordance with the provisions in force.
- e. Political contributions are prohibited at Ocesa and therefore workers may not, directly, or indirectly, even in their personal capacity, finance or make contributions to political parties, movements, or campaigns, or induce others to do so, in accordance with the applicable rules. The diversion of money from social investment, donations or sponsorships to political activities or activities unrelated to the purposes established by Ocesa is also prohibited.

## 20. PLANNING

### 20.1. ACTIONS TO ADDRESS RISKS AND OPPORTUNITIES

OCENSA, through the Senior Risk and Compliance Management, annually carries out the Single Risk Cycle under the guidelines and guidelines of the Risk Management Policy, which validates: a) actions to address risks and opportunities for each process; b) to reflect and direct the implementation of corrective actions if applicable and; c) evaluate controls, among others. This, considering the context of Ocesa analyzed through Annex No. 1 of this document, the needs and expectations of the Stakeholders and the assessments of the bribery risk.

### 20.2. GOALS AND PLANNING TO ACHIEVE THEM

The Company has set the objectives of the Anti-Bribery Management System from the Anti-Fraud, Anti-Bribery and Anti-Corruption Policy, taking into account the statements in the Code of Ethics, the Risk Management Policy and the Manual of the Integrated Risk Management System, and other guidelines associated with the risk of fraud, corruption and bribery. within which the SWOT Identification Matrix of the Organization's Context is included. Compliance with these objectives will be measured in accordance with the model of the Senior Risk and Compliance Management, which sets out the description of these, the unit of measurement, the indicator, and the formula.

## 21. REPORTS

In compliance with the Anti-Bribery Management System, in the search for convenience, adequacy and continuous improvement, the Compliance Function will submit a Report on the Risk Management of Fraud, Corruption and Bribery, which will contain the following information:

- Changes in external and internal issues related to the anti-fraud, anti-bribery, and anti-corruption management system.
- Non-conformities and corrective actions
- Monitoring and measurement results
- Audit results

- Reporting Bribery and Other Related Conduct
- Status of investigations or administration of the ethics hotline
- Bribery risks faced by Ocesa
- Effectiveness/compliance of the anti-fraud, anti-bribery, and anti-corruption management system
- Follow-up of action plans resulting from audits or other exercises that identify opportunities for improvement.

## 22. AUDITING AND CONTINUOUS IMPROVEMENT

The Anti-Bribery Management System will be subject to internal audit at planned intervals, in order to provide information on whether it is in accordance with:

- Establish the organization's own requirements for the Anti-Bribery Management System;
- Plan, establish, implement, and maintain one or more audit programs that include the frequency, methods, responsibilities, planning requirements, and reporting, which must take into consideration the importance of the processes involved, and the results of the audits.
- Ensure compliance with the requirements of ISO 37001:2016 Anti-Bribery Management; and whether it is effectively implemented and maintained.
- The results of audits on the System will be reported, as appropriate, to the Compliance Officer, the Ethics Committee, and the Audit Committee and Board of Directors.

For the treatment of non-conformities and corrective actions that must be adopted for the identification of non-conformities identified by audits conducted, the necessary actions must be conducted for their control and correction. These must be proposed and executed by the Senior Risk and Compliance Management with the support of specialized third parties as they deem appropriate.

Decision-making will revolve:

- Review non-conformity or non-compliance.
- Implement necessary changes.
- Identify the effectiveness/compliance of corrective actions.
- Make additional changes to the Anti-Fraud, Anti-Bribery and Anti-Corruption Management System

## 23. SANCTIONS

- a. No Recipient of this manual may incur, by action or omission, negligence, and/or intention, in acts associated with any of the activities that generate risks of Fraud, Bribery and/or Corruption and therefore they are obliged to prevent events of this nature. Failure to comply with the provisions contained herein shall be considered a serious offense and punishable in accordance with the provisions of the Code of Ethics, the INTERNAL WORK REGULATIONS in force and the DISCIPLINARY PROCEEDINGS PROCEDURE in force, and in the other applicable regulations, without prejudice to the legal actions that may be appropriate, according to the regulations in force that are applicable to each matter.
- b. Failure to comply with this manual may also result in contractual consequences. Whenever it is legally, economically, and contractually possible to terminate the corresponding acts,

contracts or businesses, relations with counterparties will not be maintained when there is a breach of this Manual.

**24. ANNEXES**

- SWOT Identification Matrix of the Organization's Context
- Report on the Risk Management of Bribery, Corruption and Fraud.

**UPDATE CONTROL**

VERSION	DATE	DESCRIPTION
0	31/12/2019	Organization and restructuring of version 0 of the Manual in order to facilitate the application and understanding of its content.

1	16/11/2022	Update against Chapter XIII of the Basic Legal Circular of the Superintendencia de Sociedades.
2	02/08/2023	The concept of "Stakeholders" and "counterparty" is eliminated, and the definitions of "Stakeholders and Business Partner" are adjusted. In turn, the Manual is aligned with the standards of ISO 37001. On the other hand, the expression "immediately" is changed to "as soon as possible"
3	16/09/2024	<p>They included assignments of functions, roles, and responsibilities, and review by the governing body. On the other hand, a chapter on the treatment of non-conformities and corrective actions as a result of an audit exercise was included. In turn, a chapter on training and disclosure of information in the Anti-Bribery, Anti-Fraud and Anti-Corruption Manual was included to meet the requirements of Chapter 7 of ISO 37001.</p> <p>Finally, the SWOT Identification Matrix of the Organization's Context was included as an annex to this document.</p>
4	19/03/2025	Comprehensive updating of the Manual, incorporating regulatory adjustments, definition of key concepts, strengthening of the role of the Compliance Officer, expansion of guidelines on due diligence, risk segmentation, warning signs and prevention and monitoring measures.

SENIOR RISK & COMPLIANCE  
MANAGER

OCENSA BOARD OF DIRECTORS

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Revised

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Approved

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Approved