

	<b>MANUAL OF THE TRANSPARENCY AND BUSINESS ETHICS PROGRAM</b>	CODE: SPTE-M02
		VERSION: 01
		DATE: 10/07/2025
		PAGE 1 of 39

**TRANSPARENCY AND BUSINESS ETHICS PROGRAM MANUAL - PTEE**

**DISTRIBUCIONES ARAMA LTDA  
GIRÓN SANTANDER  
2024**



**CHANGE CONTROL**

Version	Reason	Communication		
		Designed	Charge	Date of update
00	Document creation	Jhon Ampudia	Officer of Compliance	30-03-2022
01	Document modification	Yoshimar Serrano	Officer of Compliance	28-03-2025
02	Document modification	Yoshimar Serrano	Officer of Compliance	10-07-2025

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## 1. GENERAL

### 1.1 INTRODUCTION.

It is important to keep in mind the external context in the face of the regulations that require an adequate Business Transparency and Ethics Program, in order to combat all the effects of crimes such as corruption and transnational bribery, the United States Congress issued in 1977 the federal law known as the Foreign Corrupt Practices Act (FCPA) (Department of Justice, 2016), whose purpose is to criminally and civilly sanction bribery of foreign public officials.

The objective of the Transparency and Business Ethics Program is to formulate, promote and communicate the policies, values and principles established by the Company to guarantee the realization of its corporate purpose in an ethical, transparent, and honest manner, establishing the conditions under which risks related to bribery and corrupt practices may be identified, detected, prevented, and mitigated.

**DISTRIBUCIONES ARAMA LTDA** by venturing into global operations, can interact with government officials and business partners around the world. In this way, it is committed to acting in accordance with all anti-corruption laws related to actions that could be considered bribery.

As part of its commitment, **DISTRIBUCIONES ARAMA LTDA**, within the Code of Conduct, in the item of Conflicts of Interest, mentions the guidelines that all employees must follow to avoid incurring in actions related to bribery, also in the item Anti-Corruption Laws are the guidelines under which all third parties that have links with the company must act in each of the situations that may arise in the work daily, regarding corruption issues

### 1.2 SCOPE

The PTEE is mandatory for employees, shareholders and interested parties or third parties, and applicable in labor or corporate relations in which they intervene due to their relationship with **DISTRIBUCIONES ARAMA LTDA**, consequently, violations or non-compliance with these will lead to administrative, disciplinary and/or criminal sanctions.

### 1.3 GENERAL OBJECTIVE

To present the Business Transparency and Ethics Program, hereinafter the PTEE, which was defined by the Board of Directors of the company, and which will be launched to develop the commitments acquired by **DISTRIBUCIONES ARAMA LTDA**.

### 1.4 REFERENCING

This **MANUAL OF THE TRANSPARENCY AND BUSINESS ETHICS PROGRAM PTEE**, IS GOVERNED BY THE PROVISIONS OF External Circular 100-000011 of

2021, Chapter XIII of the Basic Legal Circular and Law 2195 of 2022, which establish measures in terms of transparency and the fight against corruption.

## 2. DEFINITIONS

For the purposes of this manual, concepts and terms used with an initial capital letter shall have the meaning given below, regardless of whether they are used in the plural or singular.

- **Courtesies:** Demonstration towards another individual through favors, gifts, services, benefits, goods, among others, which manifests affection, respect or attention.
- **C/ST:** Corruption and Transnational Bribery.
- **Due diligence:** It is the process of periodic review and evaluation that must be carried out **DISTRIBUCIONES ARAMA LTDA** according to the Corruption Risks or Transnational Bribery Risks to which they are exposed.<sup>1</sup>
- **Donations:** Something that is given to a person voluntarily and without expecting any reward or reward.
- **Sources or Risk Factors:** They are the risk-generating agents of Transnational Bribery in which the organization could have vulnerability, where the company must take special care to identify them. For the development of PTEE, the following sources will be taken into account in accordance with the provisions of External Circular No. 100-00003 of the Superintendence of Corporations:
  - Counterparties: Natural or legal persons with whom the company has business, contractual or legal ties of any kind. I mean; shareholders, partners, collaborators, customers and suppliers of goods and services.
  - Economic Sector: Sectors of the economy that are vulnerable or have the highest rate of corruption, where there is frequent interaction between legal entities and public contractors.
  - Countries: Geographical areas identified as exposed to the risk of Transnational Bribery due to high corruption perception indexes, political structures with a lack of guidelines and controls, in turn, countries considered as tax havens where the organization carries out operations.

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<sup>1</sup>Numeral 2, CE 100-000011 of 2021

- **Compliance Officer:** This is the natural person designated by the Board of Directors to lead and administer the PTEE.
- **PEP:** They are people who hold some degree of public power, enjoy public recognition or manage state resources.
- **PTEE:** Business Transparency and Ethics Program.
- **Bribery:** To give or receive from a person anything of value (usually money, gifts, loans, rewards, favors, commissions, or entertainment), as an inappropriate inducement or reward for the pursuit of business or any other benefit.
- **Transnational bribery:** Legal persons who, through one or more employees, contractors, administrators, or associates, their own or any subordinate legal person, give, offer, or promise, to a public, private, or foreign servant, directly or indirectly, sums of money, any object of pecuniary value, or other benefits or profits, in exchange for the public servant, private or foreign person performs, omits or delays, any act related to the exercise of his functions and in relation to an international business or transaction.<sup>2</sup>
- **Corruption:** All conduct aimed at a natural or legal person benefiting, or seeking a benefit or interest, or being used as a means in the commission of crimes against the public or private administration or public or private property, or in the commission of Transnational Bribery conduct.
- **Disclosure:** To make public information concerning the Transparency and Business Ethics Program, for the parties that **DISTRIBUCIONES ARAMA LTDA** deems necessary to know such information.
- **Invitation:** Includes the gesture of inviting people to carry out social activities that include drinks, food, travel expenses, lodging, visits to sites, events of any kind, trips or other benefits outside the workplace.
- **Third parties or interested party:** Suppliers, contractors, consultants or any external counterparty that interacts with the institution

### 3. PTEE PRINCIPLES

The following are the principles for implementing the Transparency and Business Ethics Program:

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<sup>2</sup> Numeral 2 of External Circular 100-000011 of 2021 issued by the Superintendencia of Companies

- Commitment of Senior Managers in the prevention of acts of corruption and transnational bribery.
- Assessment of the risks of corruption and transnational bribery.
- Transparency and Business Ethics Program.
- Compliance Officer.
- Due Diligence.
- Control and supervision of PTEE compliance policies and procedures.
- Disclosure of PTEE policies and procedures.
- Communication channels.

## 4. PTEE POLICIES

### 4.1 General policies of the PTEE

The following are the general guidelines, which must be complied with, for the proper functioning of the implemented program, in order to guide the actions of **DISTRIBUCIONES ARAMA LTDA**, its collaborators, partners and other stakeholders.

- **DISTRIBUCIONES ARAMA LTDA** promotes and works for an institutional culture against corruption and transnational bribery.
- The Transparency and Business Ethics Program is made up of procedures and elements that allow it to have an adequate knowledge of customers, suppliers, partners, collaborators and PEPs that have some relationship with the company. In this way, conduct business in an ethical, transparent and honest manner.
- The Board of Directors shall provide the necessary economic, human, and technological resources to the Compliance Officer to disseminate the PTEE's policies and procedures to its stakeholders.
- Carry out training when deemed convenient or in the periodicity established by this document or current and applicable regulations, as well as support them documentarily, according to the attendance and participation records.
- The policies, procedures, methodologies, measurement criteria, and assessment scales of the PTEE will be reviewed and/or updated every two (2) years, in order to keep the program updated, according to the new types of corruption used.
- When **DISTRIBUCIONES ARAMA LTDA** ventures into new markets, the Board of Directors together with the Compliance Officer must evaluate the risk of Corruption and Bribery involved, and record the analysis carried out through the C/ST Risk matrix.
- Operations, activities, businesses and contracts shall not be carried out without the respective internal or external support, duly dated and authorized by the persons with powers for that purpose. This documentation provides evidentiary support for any investigation that may be carried out by the competent authorities.

- The Compliance Officer shall have the appropriate guidelines to keep and maintain the supporting documentation of the Transparency and Business Ethics Program for a minimum period of ten (10) years, in accordance with the provisions of Article 28 of Law 962 of 2005, or the regulation that modifies or replaces it.
- **DISTRIBUCIONES ARAMA LTDA** has defined procedures for the proper handling and custody of documentation which guarantee the integrity, updating, timeliness, reliability, traceability, reserve and availability of information.
- Conflicts of interest between the different parties related to the PTEE that may arise are resolved in principle by the Human Talent process, in case of involving facts or situations of risk of Corruption, Bribery and Transnational Bribery, they will be referred to the Compliance Officer and when he is immersed or prevented from deciding, the Manager will do it.
- **DISTRIBUCIONES ARAMA LTDA** will avoid having any type of relationship with suppliers, customers, collaborators and partners that are included in the restrictive or binding lists for Colombia.
- Any type of relationship that may be generated with domestic or foreign PEP must be validated by the Board of Directors in cooperation with the Compliance Officer and apply intensified due diligence for all cases.
- Not to establish any business relationship or any other type of relationship with natural or legal persons whose funds are in doubt, have links with organizations outside the law, are listed on restrictive or binding lists.
- The defined procedures make it possible to identify, detect, prevent and mitigate the risk impact in the face of possible transnational contagion or bribery.
- The identification of risks and controls related to corruption and transnational bribery, as well as their sources, is the responsibility of all processes involved in the process of identification and control of C/ST Risks.
- No employee of **DISTRIBUCIONES ARAMA LTDA** should request, accept or give gifts, money, valuables or preferential treatment to companies or people who have or intend to carry out any type of commercial relationship.
- The information provided by customers, suppliers, collaborators and stakeholders in general must be timely, permanent and updated, being reviewed at least every two (2) years.
- **DISTRIBUCIONES ARAMA LTDA** is autonomous to make decisions to reject, exclude or disassociate customers, suppliers or collaborators, in case of having certainty of any action susceptible to acts of corruption, bribery, transnational bribery or any related crime.
- For legal or natural persons with greater exposure to the risk of transnational corruption, a more exhaustive risk analysis should be carried out in terms of legal, financial and accounting factors, for which they should be subjected to intensified due diligence.
- Include within the forms of linking commercial ties with legal or natural persons, the commitment of employees to apply zero tolerance towards bribery and corruption in all our business transactions and that non-compliance with the PTEE could terminate contractual relationships.

- All courtesies coming from or that are intended to be delivered to third parties, regardless of whether they arrive or leave directly to the company's facilities, must be reported through the [Internal Report of Unusual and/or Suspicious Operations and Ethics Line](#) immediately offered or received.

## **4.2 PTEE-specific policies for employees**

### **4.2.1 Policy on accepting courtesies from third parties or interested parties**

- It is forbidden to accept gifts or benefits (bonuses) whose value exceeds four 4 UVT per month, consequently, it must be returned to the third party, if they are not received, it will be delivered to the Human Resources area and raffled among the collaborators.
- Acceptance of any courtesy or cash benefit is prohibited.
- Employees are allowed to accept courtesies concerning liquors, souvenirs related to the exercise of their work functions.
- Avoid accepting courtesies from third parties that are outside the workplace, that is, outside the workplace, as they can give rise to conflicts of interest and possible demands by third parties for benefits or concessions in favor of the latter.

## **4.3 Corporate Gift and Hospitality Offering Policy**

- It is forbidden for the employees of **DISTRIBUCIONES ARAMA LTDA** to offer attention, gifts or benefits in general, unless their delivery takes place in a celebration such as New Year's, Christmas, birthdays, among others, does not occur more frequently than twice a year and their unit value does not exceed 50% of a SMMLV, this must be previously authorized by the Management.
- In no case may the benefit to be offered in accordance with the previous item be cash or its equivalents.

## **4.4 Remuneration policy and payment of commissions to collaborators**

- The company **DISTRIBUCIONES ARAMA LTDA** pays commissions only to the employees of the commercial area of the company corresponding to 0.15% of the total monthly turnover and for the collection of the portfolio as follows:
  - 0.7% invoices with a maturity of less than 7 days
  - 0.6% invoices due between 8 days and 30 days
  - 0.55% invoices with a maturity between 31 days and 45 days
  - 0.50% invoices due between 46 days and 60 days
  - 0.40% invoices with a maturity between 61 days and 70 days
  - 0.30% invoices due between 71 days and 80 days

These payments are made through the transactional portals of **DISTRIBUCIONES ARAMA LTDA.**

- **DISTRIBUCIONES ARAMA LTDA**, by approval of the Board of Directors, establishes an additional payment corresponding to 3% of its profit, which will be distributed to employees who have been employed for more than one year.
- **DISTRIBUCIONES ARAMA LTDA**, as a welfare incentive to employees, grants one hundred thousand pesos (\$100,000), on the occasion of birthdays without exceptions.

#### **4.5 Expenditure policy related to entertainment, food, lodging and travel activities**

- The expenses derived from food, lodging and travel to its collaborators that are related to the ordinary business of **DISTRIBUCIONES ARAMA LTDA**, will be made through weekly refundable advances for the following collaborators:
  - Drivers up to thirty-six (36 UVT)
  - Auxiliaries up to twenty-four (24 UVT)
  - Commercial up to fifteen (15 UVT)

Likewise, the expenses related to the advance for food and daily lodging may not exceed (2.6 UVT). All expenses must be supported with electronic invoicing except for places that, due to geographic location or force majeure, generate this limitation; however, they cannot exceed 30% of the total value of the advance.

#### **4.6 Donation Policy**

- **DISTRIBUCIONES ARAMA LTDA**, will make donations to non-profit entities (ESAL) with a specific destination and may not exceed one (1 SMMLV) that may be made in money or in kind, the payments that are decided to be made may not be in cash and must be previously authorized by the Management and detailed in the STPE-F04 DONATION REQUEST FORM.
- **DISTRIBUCIONES ARAMA LTDA**, will not make contributions or political support that could be interpreted as donations.

### **5. PTEE PROCEDURES**

**In order to comply with each of the principles for the development of the PTEE, DISTRIBUCIONES ARAMA LTDA defines the following procedures that must be complied with by all employees, as well as all legal or natural persons who intend to have commercial relations consecrated in operations or transactions with the company.**

- The PTEE is mandatory for all members of the company, both internal and external. Therefore, it will be published through the communication channels.
- The Compliance Officer directs and leads the activities related to managing the risk of corruption throughout the company.
- Failure to comply with the PTEE entails the sanctions established in the Internal Work Regulations, without prejudice to the other sanctions that may be personal and/or institutional, civil and criminal, provided for in the Law and the regulations for non-compliance with the rules relating to transnational corruption.
- Due Diligence, any commercial relationship that the organization carries out or intends to carry out, where a possible risk of Transnational Bribery is identified, must be supported with the necessary documentation so that the Compliance Officer or whoever takes his place can carry out at least the legal, financial, accounting, administrative, sanctioning and reputational analysis of the owner of the information.
- Any request, complaint, claim, suggestion and doubt received through the communication channels will enjoy absolute confidentiality and in no case may they be subject to retaliation for having reported violations to the PTEE.

### **5.1 Procedure for the Identification and Reporting of Suspicious Transactions Related to Corruption and Transnational Bribery**

The procedure for identifying, analyzing, and reporting unusual and/or suspicious transactions is [number 7 of the SAGRILAF Manual](#).

In addition to the warning signs contemplated in numeral 10 of the manual mentioned above, the following warning signs should be taken into account focused on corruption and bribery.

#### **Red flags in trades, transactions, or EEFF**

- Invoices that do not comply with the minimum legal requirements contemplated in Article 617 of the Tax Code.
- Operations abroad whose transactions will be extremely sophisticated or with several interlocutors involved.
- Bank transfers to countries considered tax havens.
- Transfers that do not have a logical, economic, commercial or contractual explanation.
- Operations that are outside the ordinary course of business.
- Assets or rights included in the accounts of the financial statements and that do not have real values or supports.

#### **Warning signs in the structure of companies.**

- National or foreign companies without apparent commercial, legal or tax benefits or without a commercial objective.

- Companies considered "paper" or that do not comply with the terms of Law 1955 of 2019.
- Companies declared as fictitious suppliers by the DIAN.
- Companies where the final beneficiary cannot be identified.

### **Red flags in contracts with counterparties.**

- Counterparties that frequently resort to contracts with consultants, intermediaries or the use of Joint Ventures
- Counterparties who have or have had contracts with state entities and who have corruption or bribery scandals.
- Counterparties that only have a single supplier or customer.
- Contracts that have variable remunerations that are not reasonable or that depend on the consolidation of other contracts or agreements with interested parties.
- Contracts containing payments with virtual currencies.
- Contracts containing payments to PEPs or persons related or close to such persons.

### **5.2 Due diligence procedure**

The due diligence procedure is contemplated in [numeral 6.1 of the SAGRILAFT Manual](#).

## **6. OUTREACH AND TRAINING**

The training plan of the company **DISTRIBUCIONES ARAMA LTDA** emphasizes compliance with numeral 5.1.3 Dissemination and training of External Circular 100-000011 of 2021.

### **6.1 Employees, administrators and associates**

The employees, administrators and associates of the company **DISTRIBUCIONES ARAMA LTDA** will be included in the various dissemination and training programs carried out by the institution, which are:

- **Induction:** Program designed by the Human Resources process and deployed for all employees at the beginning of the employment relationship with the company **DISTRIBUCIONES ARAMA LTDA**.
- **Annual Re-induction:** It is carried out at least once (1) a year, and is directed by the Compliance Officer, which will consist of transmitting the knowledge and skills required to properly execute the PTEE.
- **Extraordinary disclosure:** It is made when a reform is presented to the regulations applicable to the company or internal procedures, focused on employees, administrators, associates and contractors.

## 6.2 Contractors

The training will be carried out at the beginning of their relationship or contract renewal, provided that said contractor represents a transactional amount equal to or greater than 6 SMMLV in the course of a fiscal period, and the topics to be discussed are the PTEE Policies applicable to the counterparty.

## 6.3 Communication channels

The communication channels of the PTEE are as follows:

### 6.3.1 Suspicious Transaction Reports related to corruption and bribery

The procedure for the reporting of Suspicious Transactions is contemplated in numeral 6.2 of this manual, for this, it must be reported through the ethics line or the internal report format of unusual or suspicious transactions.

### 6.3.2 Ethics line or anonymous whistleblowing line

The Ethics Line is a confidential, anonymous communication channel available during office hours and business days created so that the stakeholders of the company **DISTRIBUCIONES ARAMA LTDA** can report any suspicious behavior or activity or that they consider unethical on the part of a counterpart related to the institution.

- Email: [denuncias.arama@gmail.com](mailto:denuncias.arama@gmail.com)
- Report format: Internal report of unusual and/or suspicious transactions and ethics line

**Also DISTRIBUCIONES ARAMA LTDA**, contemplates confidential, anonymous communication channels and with availability of external source for the reporting of behaviors, suspicious activities that they consider unusual or inappropriate by any counterpart related to the institution.

- Supersociedades Complaints
- Secretary of Transparency, National Line 157.

## 6.4 Whistleblower protection measures

From the perspective of the company, any natural or legal person who makes a report, where illegal conduct or violation of compliance with the policies or procedures of this manual or others that are also considered or related to issues of corruption, bribery, money laundering or financing of terrorism, and that due to the information provided are exposed to risk in their labor integrity, physical or emotional for different types of threats or reprisals, must be protected under the principles of confidentiality and anonymity. In the event that the

information is leaked and the identity of the reporter and the content of the report are known, and the subject is exposed or there is evidence of a latent risk that may affect his or her physical or moral integrity, the protection will be in charge of the company.

However, the implementation of protection measures will depend on the possibilities and resources of the company in matters of personnel protection, in any case, the company will permanently accompany the complainant in the guide and/or criminal legal advice, in case of requiring assistance in this issue due to possible threats, extortion or harassment from third parties or internal of the company.

### **6.5 Confidentiality of Information.**

In accordance with the provisions of Article 42 of Law 190 of 1995, the report of suspicious transactions will not give rise to any type of responsibility on the part of the informant, nor for the directors or employees of the entity who have participated in its detection and/or reporting, remaining anonymous.

## **7. Functions for PTEE officers**

### **7.1 Roles and responsibilities of the Shareholders' Meeting**

To order the pertinent actions against the members of the Board of Directors for violation of the provisions of the PTEE.

### **7.2 Functions of the Board of Directors**

It is the responsibility of the Board of Directors to establish and define the Compliance Policies, which includes the instructions that must be given regarding the design, structuring, implementation, execution and verification of actions aimed at the prevention and effective mitigation of any corrupt practice.

In accordance with the above, the board of directors is obliged to carry out the following actions:<sup>3</sup>

- Issue and define the Compliance Policy.
- Define the profile of the Compliance Officer in accordance with the Compliance Policy,
- Designate the Compliance Officer.
- To approve the document contemplated by the PTEE.
- Assume a commitment aimed at the prevention of C/ST Risks, so that the Obligated Entity can carry out its business in an ethical, transparent and honest manner.
- Ensure the supply of the economic, human and technological resources required by the Compliance Officer for the execution of his work.

<sup>3</sup> Numeral 5.1.5.1 of EC 100-000011 of 2021

- To order the pertinent actions against the Employees, when any of them infringes the provisions of the PTEE.
- Lead an appropriate communication and pedagogy strategy to ensure the effective dissemination and knowledge of the Compliance Policies and the PTEE to Employees, Contractors (in accordance with the Risk Factors and Risk Matrix) and other identified stakeholders.

### **7.3 Functions of the Legal Representative**

It is the responsibility of the Legal Representative to design, modify and present to the Board of Directors the Transparency and Business Ethics Program, as well as to ensure compliance with it and the functions derived from those contemplated in CE 100-000011 of 2021 and other regulations that add, modify or replace it.

In accordance with the above, the Legal Representative is obliged to carry out the following actions:<sup>4</sup>

- Submit to the Compliance Officer, for approval by the board of directors or the highest corporate body, the proposal of the PTEE.
- Ensure that the PTEE is articulated with the Compliance Policies adopted by the board of directors or the highest corporate body.
- Provide effective, efficient, and timely support to the Compliance Officer in the design, direction, supervision, and monitoring of the PTEE.
- In cases where there is no board of directors, the legal representative will propose the person who will occupy the function of Compliance Officer, for appointment by the highest corporate body.
- Certify to the Superintendence of Companies compliance with the provisions of CE 100-000011 of 2021, when required by the Superintendence of Companies.
- 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. The documentary supports must be kept in accordance with the provisions of Article 28 of Law 962 of 2005, or the regulation that modifies or replaces it.

### **7.4 Duties of the Compliance Officer**

The Compliance Officer is the natural person responsible for leading and managing compliance with the Transparency and Business Ethics Program, therefore, it is essential to have a suitable person who meets the profile, functions and requirements established by CE 100-000011 of 2021 or other regulations that add, modify or replace it.

#### **7.4.1 Compliance Officer Profile**

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<sup>4</sup> Numeral 5.1.5.2 of EC 100-000011 of 2021

Industrial Engineer or related careers with knowledge in Finance or similar, has a certificate issued by an institution in formal training in the management of risks of Money Laundering, Financing of Terrorism and the Financing of the Proliferation of Weapons of Mass Destruction, knowledge in project management methodologies and quality internal audit and related. Experience in process management, quality, internal audit, risk auditing, internal control and ML/FT/FPADM risk management systems.

#### **7.4.2 Incompatibilities and Disqualifications of the Compliance Officer**

A person who meets the following criteria of incompatibility or inability may not occupy the position of Compliance Officer:

- A person who has proven convictions or crimes related to acts of corruption and bribery under Colombian law.
- That he belongs to the highest corporate body, audit, tax auditor or legal representation of **DISTRIBUCIONES ARAMA LTDA.**
- Any person who, by reason of kinship, affinity or holding a specific position, has a direct or indirect relationship in the decisions of negotiation, linkage or signing of contracts with external companies related to **DISTRIBUCIONES ARAMA LTDA.**
- Serve as Compliance Officer in companies that have the same activity as **DISTRIBUCIONES ARAMA LTDA** and compete with each other.

#### **7.4.3 Conflicts of interest for the Compliance Officer**

The following are situations that may present conflicts of interest for the Compliance Officer:

- Having undue interests in the realization or consolidation of a particular investment that is projected or is in execution by the company **DISTRIBUCIONES ARAMA LTDA.**
- That omits controls or due diligence to the counterparties of the company **DISTRIBUCIONES ARAMA LTDA**, and that due to such omission natural or legal persons who present immoral behavior or with a lack of business ethics are linked.
- Have a private interest, directly or indirectly, through related parties, in the regulation, management, control, or decision in a matter or situation that affects the benefits or interests of the institution.
- That apart from serving as a Compliance Officer, he is also directly or indirectly an intermediary, auditor or commission agent in an investment project managed by the company **DISTRIBUCIONES ARAMA LTDA.**
- To be an interested party or related party in a business that will be developed between a third party (natural or legal person) and the company **DISTRIBUCIONES ARAMA LTDA.**
- Receiving or granting remuneration, gifts or any other type of compensation in money or kind from any interested party, due to the work or service provided by a third party (natural or legal person).

- Using privileged or confidential information to obtain advantage or safeguard individual interests of oneself or third parties.
- Carrying out political, religious or any other subject outside the workplace, taking advantage of their position, position or relationship with the company **DISTRIBUCIONES ARAMA LTDA**, for their own benefit or decisions in favor of a particular interest.
- To attend to political favors in exchange for benefits to interested parties and that compromise economic resources of the company **DISTRIBUCIONES ARAMA LTDA**.
- Engaging in influence peddling to privilege procedures or any other purpose that leads to the favoring or private benefit.
- Participate in any practice that threatens the integrity and transparency of the institution and against the efficient and prudent use of its resources.
- Serve as Statutory Auditor or Legal Representative, and simultaneously exercise the position as Compliance Officer of **DISTRIBUCIONES ARAMA LTDA**.
- Serve as a Compliance Officer in one or more companies in the same sector that represent commercial competition.

In any of the above cases, or actions that are directly related to conflicts of interest related to Money Laundering, Terrorist Financing, Corruption and Bribery, the above must be reported in writing to the Board of Directors, who will be responsible for making the pertinent decision in relation to the adjustments, sanctions or corrective measures that give rise.

#### **7.4.4 Roles and Responsibilities of the Compliance Officer**

The functions and responsibilities of the PTEE Compliance Officer are as follows:<sup>5</sup>

- To present with the legal representative, for approval by the board of directors or the highest corporate body, the proposal of the PTEE.
- To submit, at least once a year, reports to the board of directors or, failing that, to the highest corporate body. At a minimum, the reports must contain an evaluation and analysis of the efficiency and effectiveness of the PTEE and, if applicable, propose the respective improvements. Likewise, demonstrate the results of the management of the Compliance Officer and the administration of the Obligated Entity, in general, in compliance with the PTEE.
- Ensure that the PTEE is articulated with the Compliance Policies adopted by the board of directors or the highest corporate body.
- Ensure effective, efficient and timely compliance with the PTEE.
- Implement a Risk Matrix and update it in accordance with the Obligated Entity's own needs, its Risk Factors, the materiality of the C/ST Risk and in accordance with the Compliance Policy;
- Define, adopt and monitor actions and tools for the detection of C/ST Risk, in accordance with the Compliance Policy to prevent C/ST Risk and the Risk Matrix;

<sup>5</sup> Numeral 5.1.5.3.2 of EC 100-000011 of 2021.

- Ensure the implementation of appropriate channels to allow any person to report, confidentially and securely, about breaches of the PTEE and possible suspicious activities related to Corruption;
- Verify the proper application of the whistleblower protection policy that the Obligated Entity has established and, with respect to employees, the workplace harassment prevention policy in accordance with the law;
- Establish internal investigation procedures in the Obligated Entity to detect breaches of the PTEE and acts of Corruption;
- Coordinate the development of internal training programs;
- Verify compliance with the Due Diligence procedures applicable to the Obligated Entity;
- Ensure the proper archiving of documentary supports and other information related to the management and prevention of C/ST Risk;
- Design the methodologies for classification, identification, measurement and control of C/ST Risk that will be part of the PTEE; and
- Carry out the evaluation of compliance with the PTEE and the C/ST Risk to which the Obligated Entity is exposed.

#### **7.4.5 Criteria for the appointment of the Compliance Officer.**

The natural person designated as Compliance Officer of an Obligated Entity must meet at least the following requirements:<sup>6</sup>

- Have the ability to make decisions to manage C/ST Risk and have direct communication with, and report directly to, the board of directors or the highest corporate body in the event that there is no board of directors.
- Have sufficient knowledge in matters of Risk Management C/ST and understand the ordinary course of activities of the company **DISTRIBUCIONES ARAMA LTDA.**
- Have the support of a human and technical work team, in accordance with the C/ST Risk.
- Not belong to the administration, corporate bodies or belong to the tax audit body, perform similar functions or take its place in the Obligated Entity.
- Not serve as a Compliance Officer, principal or alternate, in more than ten (10) companies. Be domiciled in Colombia.

#### **7.4.6 Employee roles and responsibilities.**

The functions and responsibilities of all employees or collaborators of the company **DISTRIBUCIONES ARAMA LTDA** vis-à-vis the PTEE are the following:

- Know the C/ST risks that are inherent to their work.
- Know and comply with the policies and procedures of the PTEE.

<sup>6</sup> Numeral 5.1.5.3.1 of EC 100-000011 of 2021

- Timely deliver the reports, reports or any other information that the Compliance Officer requires to evaluate the employee's management of the risks inherent to their work.
- Actively participate in the trainings and activities carried out by the Compliance Officer related to the PTEE.
- Timely report to the Compliance Officer all unusual and/or suspicious operations detected that occur in their environment or workplace, related to the risks in C/ST.

#### 7.4.7 Tax Audit

The functions of the Tax Auditor are the following:

- To report to the competent authorities any act of corruption, or crime in general, that it becomes aware of in the performance of its functions before the criminal, administrative, disciplinary or fiscal authority. As required by the applicable legal system for the work of tax auditors.<sup>7</sup>
- To assess transparency and business ethics programmes and to issue an opinion on them.<sup>8</sup>

### 8. Stages of the PTEE

The methodology used by the company **DISTRIBUCIONES ARAMA LTDA** integrates the stages of identification, measurement, control and monitoring of the risk of corruption and transnational bribery.

#### 8.1 Identification of C/ST risk

The C/ST risk identification stage allows the identification of the inherent risks related to the acts of corruption and transnational bribery to which the company **DISTRIBUCIONES ARAMA LTDA** is exposed based on the operations it carries out and the company's *raison d'être*, based on each of the associated risk sources.

Risk identification will be carried out using the following parameters:

- Consultation with experts,
- Consultation with Process Leaders.,
- Risk workshops,
- C/ST risk typologies focused on the business sector

The above focused on the following criteria:

- Define what can happen in relation to corruption and bribery risks?
- Determine how can C/ST risks materialize?

<sup>7</sup> Paragraph 5.1.5.4. of EC 100-000011 of 2021

<sup>8</sup> Paragraph 4 Art.9 of Law 2195 of 2022.

## 8.2 C/ST Risk Measurement or Assessment

The PTEE must allow the entity to measure the possibility or probability of occurrence of the Inherent Risk against each of the C/ST Risk Factors, as well as the impact if it materializes through the associated risks. These measurements may be qualitative or quantitative in nature

**DISTRIBUCIONES ARAMA LTDA** uses the ISO 31000 methodology to evaluate the inherent risks identified, for this, it will use the following criteria for the measurement of the probability of occurrence and consequence or impact, which are:

- **Probability (frequency):** refers to the probability that potential sources of risk will actually materialize.

The entity will use the following qualitative probability criteria:

The entity will use the following qualitative probability criteria:

Level	Descriptor	Description
4	Almost certainty	Various EVENTS $\geq$ one week, $<$ 1 month
3	Likely	Multiple EVENTS $\geq$ 1 month, $<$ 1 year
2	Possible	One EVENT $\geq$ 1 year, $<$ 5 years
1	Improbable	An EVENT $\geq$ 5 years, $\leq$ 10 years

- **Consequence (impact):** negative effects or damages on the entity, if the ML/FT/FPADM risk materializes.

The entity will use the descriptor that has the greatest impact in the event of a discrepancy between the economic and reputational of the following qualitative criteria of consequence:

Level	Descriptor	Economic	Reputational
4	Critical or catastrophic	Economic losses equal to or greater than 100 SMMLV	An unfavorable public event that affects credibility and trust in the company. This is questioned by interest groups who can have a serious loss of support, in the same way the event is disseminated in media with greater circulation or greater audience for several days in a row at the national level or has an international impact, additionally the issue has had a massive dissemination on social networks, It's trending
3	Elder	Economic losses equal to or greater than 50 SMMLV and less than 100 SMMLV	An event that may represent a significant loss of support or credibility of some of the stakeholders, likewise, an event that is disseminated in media with greater circulation or a larger audience at the local or regional level and additionally on social networks and is trending during the day.
2	Moderate	Economic losses equal to or greater than 10 SMMLV and less than 50 SMMLV	An event that generates concerns from several of the stakeholders, in the same way an event that is disseminated in the midst of greater circulation or a greater audience as a specific news, with a lower dissemination and additionally specific comments on social networks, without a trend.
1	Minor	Economic losses of less than 10 SMMLV	An event that generates concerns in interest groups that do not transcend the media and/or that do not have the potential to become a trend.

- **Risk zone:** It is the relationship between probability and impact, it determines the area where the risk is located.

The entity will use the following qualitative criteria to classify risk areas:

Level	Descriptor	Description
10 - 16	Extreme	Unacceptable risk, preventive controls, continuous monitoring, early warnings and interventions are recommended.

7 - 9	Loud	Unacceptable risk, preventive controls and continuous monitoring are recommended
4 - 6	Moderate	Acceptable risk with controls
1 - 3	Casualty	Acceptable Risk

### **8.3 Control and monitoring of PTEE compliance policies**

The company Penagos takes the necessary measures to control the inherent risk to which they are exposed, due to the risk factors and the associated inherent risks. To this end, the entity establishes the methodologies to define the C/ST risk control measures.

For this scenario, the controls or treatment that will be applied to the risk are proposed, with the aim of mitigating the identified risks, for which a person responsible for the control and a method or form to apply it are defined.