




TRANSPARENCY AND BUSINESS ETHICS PROGRAM
VERSION No.1
FLORES DE LOS ANDES S.A.S.

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| | TRANSPARENCY AND BUSINESS ETHICS PROGRAM VERSION No.1 | Código PRPTEE |
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I. GENERAL CONSIDERATIONS

FLORES DE LOS ANDES SAS UNDER RESTRUCTURING. (hereinafter "FLORES DE LOS ANDES" or the "Company") is committed to the prevention of transnational bribery and acts of corruption ("C/ST") in all its forms, for which all its processes have been designed, implemented and executed under high standards of transparency and integrity, with the purpose of promoting respect and honesty among its staff, customers, suppliers, contractors and other parties related to its operation.

Taking into account that the company complies with the criteria established in numeral 4) of Chapter XIII of the Basic Legal Circular to be obliged to identify and evaluate the risks of transnational bribery, FLORES DE LOS ANDES has developed this Transparency and Business Ethics (hereinafter "PTEE") based on the evaluation of its particularities and C/ST risks to which it is exposed, implementing a series of procedures aimed at identifying, detecting, preventing and mitigating these risks.

II. BACKGROUND OF THE COMPANY

FLORES DE LOS ANDES is a Colombian commercial company supervised by the Superintendence of Companies belonging to the flower sector, which mainly carries out foreign trade operations, directing its activities towards the promotion and commercialization of Colombian products in foreign markets, such as flowers, plants, bulbs and seeds.

III. AIM


The main purpose of this PTEE is to promote in all the processes of FLORES DE LOS ANDES a culture of business ethics based on the highest standards of honesty, rectitude, legality and transparency in each of the Company's processes.

IV. SCOPE

The PTEE applies to all shareholders, managers, workers, contractors, suppliers, clients, third parties, intermediaries and others linked in any way to FLORES DE LOS ANDES with whom, directly or indirectly, a commercial or contractual relationship is established, whether of a national or international nature.

V. DEFINITIONS

For the purposes of a better understanding of this PTEE, the following definitions should be taken into account:


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- 5.1. **Total Assets:** They are all assets, current and non-current, recognized in the statement of financial position that correspond to the present economic resources controlled by the Company.
- 5.2. **Associates:** Are those natural or legal persons who have made a contribution of money, work or other appreciable monetary assets to a company or sole proprietorship in exchange for quotas, parties of interest, shares or any other form of participation contemplated in the Colombian laws.
- 5.3. **Compliance Audit:** It is the systematic, critical and periodic review regarding the proper implementation and execution of the PTEE.
- 5.4. **Final Beneficiary:** It is the natural person(s) who ultimately owns or controls a client or the natural person in whose name a transaction is carried out. It also includes the person(s) who exercise effective and/or final control, directly or indirectly, over a legal person or other structure without legal status. The following are Final Beneficiaries of the legal entity:
- a) Natural person who, acting individually or jointly, exercises control over the legal person, under the terms of article 260 et seq. of the Commercial Code; either
 - b) Natural person who, acting individually or jointly, is the owner, directly or indirectly, of five percent (5%) or more of the capital or voting rights of the legal entity, and/or benefits five percent (5%) or more of the yields, profits or assets of the legal person;
 - c) When no natural person is identified in subparagraphs (a) and (b), 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 direction functions of the legal person.
 - d) The Final Beneficiaries of a fiduciary contract, of a structure without legal personality or of a similar legal structure, are the following natural persons who hold the capacity of:
 - Settlor(s), settlor(s), settlor(s) or similar or equivalent position
 - Trust committee, finance committee, or similar or equivalent position;
 - Trustee(s), beneficiary(ies) or conditional beneficiaries; and
 - 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

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- 5.5. **Complaints Channel:** It is the online reporting system for complaints about acts of Transnational Bribery, provided by the Superintendency of Companies on its website.
- 5.6. **Chapter:** Refers to Chapter XIII of the Basic Legal Circular of the Superintendence of Companies, which includes administrative instructions and recommendations for the adoption of PTEEs. This was fully modified by External Circular No. 100-000011 of August 9, 2021.
- 5.7. **Chapter X:** Refers to Chapter X of the Basic Legal Circular
- 5.8. **Basic Legal Circular ("CBJ"):** It is the Basic Legal Circular No. 100-000008 of July 12, 2022 of the Superintendency of Companies, including its modifications.
- 5.9. **Contractor:** 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, among others, suppliers, intermediaries, agents, distributors, advisers, consultants and persons who are parties to collaboration, joint venture or consortium contracts, or joint ventures with the Company.
- 5.10. **State Contract:** Corresponds to the definition established in article 32 of Law 80 of 1993.
- 5.11. **Corruption:** 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 administration or public property or in the commission of conduct of Transnational Bribery.
- 5.12. **Due Diligence:** Constant and periodic review and evaluation process that the Obligated Entity must carry out in accordance with the Corruption Risks or Transnational Bribery Risks to which it is exposed.¹
- 5.13. **Worker:** It is the individual who undertakes to provide a personal service under employment relationship or provision of services to a Company or any of its Subordinate Companies.
- 5.14. **Company:** It is the commercial company, sole proprietorship or branch of a foreign company supervised by the Superintendency of Companies, in accordance with articles 83, 84 and 85 of Law 222 of 1995.
- 5.15. **Adopting Entity:** It is the Company that is not an Obligated Entity and that voluntarily adopts the PTEE, as a good corporate governance practice.

¹The term Due Diligence used in this PTEE does not refer to the due diligence procedures implemented in the SAGRILAF of FLORES DE LOS ANDES, whose performance is governed by its provisions.

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- 5.16. **Obliged Entity:** It is the Company that is identified in numerals 4.1, 4.2 and 4.3 of the Chapter 2 .
- 5.17. **Supervised Entity:** It is the Obligated Entity or Adopting Entity that must comply or voluntarily accept, respectively, the provisions of the Chapter.
- 5.18. **State Entity:** Corresponds to the definition established in article 2 of Law 80 of 1993.
- 5.19. **Risk Factors:** They are the possible elements or causes generating the C/ST Risk for any Supervised Entity.
- 5.20. **Financing of terrorism or FT:** Crime committed by any person who engages in any of the conducts described in article 345 of the Colombian Penal Code.
- 5.21. **Financing of the Proliferation of Weapons of Mass Destruction or FPWMD:** It is any act that provides funds or uses financial services, in whole or in part, for the manufacture, acquisition, possession, development, export, transfer of material, fractionation, transport, transfer , deposit or dual use for illegitimate purposes in contravention of national laws or international obligations, when the latter is applicable.
- 5.22. **Total Revenues:** are all revenues recognized in the statement of profit or loss for the period, as the main source of information on the financial performance of a Company for the reporting period.
- 5.23. **Risk Matrix:** It is the tool that allows the Supervised Entity to identify the Corruption Risks or Transnational Bribery Risks to which it may be exposed.
- 5.24. **International Businesses or Transactions:** Businesses or transactions of any nature with foreign natural or legal persons under public or private law.
- 5.25. **Compliance Officer:** It is the natural person who must comply with the functions and obligations established in the Chapter. The same individual may, if so decided by the


²In accordance with numeral 4 of the Chapter, the following Companies are obliged to apply, in what corresponds to them and have a PTEE:

- (i) The supervised companies that (i) as of December 31 of the immediately preceding year have carried out International Business or Transactions of any nature, directly or through an intermediary, Contractor or through a Subordinate Company or a branch, with natural or legal persons foreign public or private law, equal to or greater (individually or jointly) than one hundred (100) SMMLV; and (ii) as of December 31 of the immediately preceding year, they have obtained Total Income, have Total Assets equal to or greater than thirty thousand (30,000) SMMLV, they must comply with the provisions of numeral 5 of the Chapter. The Supervised Companies that are obliged to comply with the aforementioned requirements will be obliged to identify and evaluate the risks of Transnational Bribery.
- (ii) Companies that (i) as of December 31 of the immediately preceding year, directly or indirectly (through consortiums, temporary unions or any other figure permitted by law), have entered into contracts with State Entities for an amount equal to or greater (individually or jointly) to five hundred (500) SMMLV; and (ii) as of December 31 of the immediately preceding year, they have obtained Total Income or have Total Assets equal to or greater than thirty thousand (30,000) SMMLV, they must comply with the provisions of numeral 5 of the Chapter. The Supervised Companies that are obliged to comply with the aforementioned requirements will be obliged to identify and evaluate the Corruption Risks.
- (iii) Companies that as of (i) December 31 of the immediately preceding year, directly or indirectly (through consortiums, temporary unions or any other figure permitted by law), have entered into with State Entities with an equal or greater amount (individually or jointly) to five hundred (500) SMMLV; and (ii) that belong to the pharmaceutical sectors; infrastructure and construction; manufacturer; mining; energy; of information and communication technologies; trade in vehicles, their parts, pieces and accessories; Financial services auxiliaries, according to the Total Income or Total Assets indicated in numeral 4.3., will be obliged to identify and evaluate the Corruption Risks.

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competent bodies of the Supervised Entity and if legally possible, assume functions in relation to other risk management systems, such as SAGRILAFT.

- 5.26. Politically Exposed Person or PEP: Corresponds to the definition established in article 2.1.4.2.3. of Decree 1081 of 2015, modified by article 2 of Decree 830 of July 26, 2021.
- 5.27. Foreign PEPs: They are natural persons who perform prominent and prominent public functions in another country. In particular, the following persons: (i) heads of state, heads of government, ministers, undersecretaries or secretaries of state; (ii) congressmen or parliamentarians; (iii) members of supreme courts, constitutional courts or other high judicial instances whose decisions are not normally subject to appeal, except in exceptional circumstances; (iv) members of courts or of the boards of directors of central banks; (v) ambassadors; (vi) business managers; (vii) high officials of the armed forces; (viii) members of the administrative, management or supervisory bodies of state-owned companies; (ix) members of reigning royal families; (x) prominent leaders of political parties or movements; and (xi) legal representatives, directors, deputy directors, members of senior management and members of the Board of an international organization (vr.gr. heads of state, politicians, high-ranking government, judicial or military officials and senior executives of companies). state).
- 5.28. Transparency and Business Ethics Program or PTEE: This document 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 Corruption Risks or Transnational Bribery Risks that may affect a Supervised Entity.
- 5.29. Economic Resource: It is the right that has the potential to produce economic benefits.
- 5.30. C/ST Risks: It is the Risk of Corruption and/or the Risk of Transnational Bribery.
- 5.31. Corruption Risks: It is the possibility that, by action or omission, the purposes of the public administration are diverted or public assets are affected for a private benefit.
- 5.32. Transnational Bribery Risks or ST Risk: It is the possibility that a legal person, directly or indirectly, gives, offers or promises to a Foreign Public Servant sums of money, objects of pecuniary value or any benefit or utility in exchange for said server perform, omit or delay any act related to their functions and in relation to a Business or International Transaction.
- 5.33. SAGRILAFT: It is the self-control and comprehensive risk management system for LA/TF/FPADM established in Chapter X of the Basic Legal Circular.


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- 5.34. Foreign Public Servant: It is what is established in paragraph 1 of article 2 of Law 1778.
- 5.35. Transnational Bribery or ST: It is the conduct established in article 2 of Law 1778 of 2016.
- 5.36. Subordinate Company: It has the scope provided in article 260 of the Colombian Commercial Code.
- 5.37. Supervised Company: It is the company, sole proprietorship and branch of a foreign company, subject to surveillance of the Superintendence of Companies, in the terms provided in article 84 of Law 222 of 1995.

6. REGULATORY FRAMEWORK

For the preparation of this PTEE, FLORES DE LOS ANDES took into account the provisions listed below, which are understood to be mandatory:

- i. Law 1474 of 2011: Establishes regulations aimed at strengthening mechanisms for the prevention, investigation and punishment of acts of corruption and the effectiveness of control of public management.
- ii. Law 1573 of 2012: By means of which the "*Convention to Combat Bribery of Foreign Public Officials in International Business Transactions*", as part of the commitments assumed with the Organization for Economic Cooperation and Development (OECD).
- iii. Law 1778 of 2016: By which rules are issued on the liability of legal persons for acts of transnational corruption and other provisions are issued in the fight against corruption.
- iv. Circular 100-000003 of July 26, 2016 from the Superintendency of Companies: Contains the guide for implementing business ethics programs for the prevention of conduct provided for in article 2 of Law 1778 of 2016.
- v. Resolution No. 200-000816 of September 27, 2018 of the Superintendence of Companies, by which instructions are given on the way in which the benefits for collaboration referred to in article 19 of Law 1778 of 2016 are granted.
- vi. Resolution No. 100-006261 of October 2, 2020 of the Superintendence of Companies, which establishes the criteria to determine which companies must adopt the Transparency and Business Ethics Programs.
- vii. External Circular 100-000011 of August 9, 2021 of the Superintendency of Companies, contains the integral modification to External Circular No.100-000003 of July 26, 2016 and addition of Chapter XIII of the Basic Legal Circular of 2017.

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7. BEGINNING


The execution of any activity that directly or indirectly involves FLORES DE LOS ANDES must be based on the following principles:

- 7.1. Honesty : FLORES DE LOS ANDES and all its affiliates will act transparently and responsibly, assuming, in any case, the consequences of their actions and/or omissions.
- 7.2. Legality : All operations carried out by the Company will be aimed at compliance with the legal provisions issued by the different competent authorities and the policies established internally.
- 7.3. Good faith : The society will act in good faith, with diligence and care, permanently ensuring respect for people and compliance with the law.
- 7.4. Loyalty : Out of loyalty, the Company and its associates must promptly notify their immediate superiors of any fact or irregularity committed by another official or a third party that may contravene this PTEE or public order regulations.
- 7.5. Veracity : The information issued by the Company will always be true and reliable.


8. ROLES AND RESPONSIBILITIES

Taking into account that one of the objectives of FLORES DE LOS ANDES is to promote and implement a culture of business ethics based on the highest standards of honesty, rectitude, legality and transparency, the Company assigned a series of responsibilities to its different administrative bodies. in order to promote and maintain adequate self-control and management of C/ST risks, as described below:

- 8.1. General Assembly of Shareholders.
 - 8.1.1. Approve the policies, procedures and tools and other elements that make up the PTEE of FLORES DE LOS ANDES.
 - 8.1.2. Define the profile of the Compliance Officer in accordance with the PTEE.
 - 8.1.3. Designate the Compliance Officer of the PTEE.
 - 8.1.4. Assume a commitment aimed at the prevention of C/ST risks, in such a way that FLORES DE LOS ANDES can carry out its business in an ethical, transparent and honest manner.

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- 8.1.5. Receive and review the reports submitted by the Compliance Officer, the Statutory Auditor and the Internal Audit and follow up on the observations or recommendations adopted, leaving a record in the respective minutes.
- 8.1.6. Ensure the supply of economic, human and technological resources required by the Compliance Officer to carry out his work.
- 8.1.7. Always act with Due Diligence in decision-making in order to prevent C/ST Risks.
- 8.1.8. Order the pertinent actions against the Associates, employees and administrators of FLORES DE LOS ANDES, when any of the above infringes the provisions of the PTEE.
- 8.1.9. Lead an adequate communication and pedagogy strategy to guarantee the dissemination and effective knowledge of compliance policies and the PTEE by employees, associates, contractors and other interested parties.
- 8.1.10. Organize the financial, technical and human resources required to implement and keep the PTEE of FLORES DE LOS ANDES running, taking into account the characteristics and size of the Company.
- 8.1.11. Ensure that no person within FLORES DE LOS ANDES who makes internal reports in good faith or reasonably believes that facts have been presented that could be considered acts of C/ST or serious ethical misconduct, suffer retaliation or discrimination as a result of the respective complaint. .
- 8.2. Legal representative
- 8.2.1. Present together with the Compliance Officer, for approval of the General Assembly of Shareholders, the PTEE.
- 8.2.2. Ensure that the PTEE is articulated with the Compliance Policies adopted by the General Assembly of Shareholders.
- 8.2.3. Provide effective, efficient and timely support to the Compliance Officer in the design, direction, supervision and monitoring of the PTEE.
- 8.2.4. Certify before the Superintendency of Companies compliance with the provisions of Chapter XIII, when required by said entity.
- 8.2.5. Ensure that the activities resulting from the development of the PTEE are duly documented and the information meets the criteria of integrity, reliability, availability, compliance, effectiveness, efficiency and confidentiality.
- 5.1.1. Promote internal reports within FLORES DE LOS ANDES of any situation that could be considered as an Act of C/ST.

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- 5.1.2. Establish guidelines and determine the personnel responsible for carrying out inspections and internal audits on compliance and effectiveness of the PTEE.
- 5.1.3. Make the best reasonable efforts so that the PTEE and the Policies related to it are complied with and applied within FLORES DE LOS ANDES.
- 5.1.4. Receive the suggestions and recommendations of the Compliance Officer in relation to the PTEE adjustments and suggest to the General Assembly of Shareholders about said adjustments.
- 5.1.5. Provide the Compliance Officer with the financial, human and technological resources required for him to comply with his obligations.
- 5.1.6. Analyze the reports issued by the Compliance Officer in case an act of C/ST occurs.
- 5.1.7. Make recommendations related to any electoral contribution or donation in accordance with the provisions of this PTEE.
- 5.1.8. Ensure that the activities resulting from the implementation and development of the PTEE are duly documented.

5.2. Compliance officer

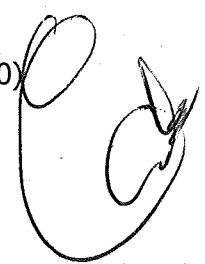
- 5.2.1. Present together with the legal representative, for approval of the General Assembly of Shareholders, the proposal of the PTEE and its modifications.
- 5.2.2. Submit to the General Assembly of Shareholders, at least once a year, a report on its management.
- 5.2.3. Ensure that the PTEE is articulated with the Compliance Policies adopted by the General Assembly of Shareholders.
- 5.2.4. Ensure effective, efficient and timely compliance with the PTEE.
- 5.2.5. Implement a Risk Matrix and update it according to the needs of FLORES DE LOS ANDES, its Risk Factors, the materiality of the C/ST Risk and in accordance with the Compliance Policy.
- 5.2.6. 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.


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- 5.2.7. Ensure the implementation of appropriate channels to allow anyone to confidentially and securely report breaches of the PTEE and possible suspicious activities related to C/ST.
- 5.2.8. Verify the proper application of the whistleblower protection policy and, with respect to employees, the workplace harassment prevention policy in accordance with the law.
- 5.2.9. Establish internal investigation procedures in FLORES DE LOS ANDES to detect breaches of the PTEE and C/ST acts.
- 5.2.10. Coordinate the development of internal training programs.
- 5.2.11. Verify compliance with the Due Diligence procedures applicable to the Obligated Entity.
- 5.2.12. Ensure the adequate filing of documentary supports and other information related to the management and prevention of C/ST Risk.
- 5.2.13. Design the C/ST Risk classification, identification, measurement and control methodologies that will form part of the PTEE.
- 5.2.14. Carry out the evaluation of compliance with the PTEE and the C/ST Risk to which the Company is exposed.

5.3. Profile of the Compliance Officer

- 5.3.1. The Compliance Officer must have the ability to make decisions to manage the C/ST Risk and have direct communication with, and depend directly on, the General Assembly of Shareholders.
- 5.3.2. Have sufficient knowledge in C/ST Risk management and understand the ordinary course of activities of FLORES DE LOS ANDES.
- 5.3.3. Have the support of a human and technical work team, in accordance with the C/ST Risk.
- 5.3.4. Not belong to the administration, to the corporate bodies or belong to the fiscal auditing body or whoever performs similar functions.
- 5.3.5. When the Compliance Officer is not labor related to the Obligated Entity, this natural person may or may not be related to a legal person.
- 5.3.6. Not serve as Compliance Officer, principal or alternate, in more than ten (10) companies.



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5.3.7. Be domiciled in Colombia.

6. CONTROLS TO PREVENT ACTS OF CORRUPTION

FLORES DE LOS ANDES has designed various controls that apply transversally to all areas of the Company, which are detailed in its risk matrix.

In this sense, in addition to the principles indicated above, the Company undertakes to adopt the following controls:

6.1. C001 - Identification of Counterparties

Prior to any contracting process at FLORES DE LOS ANDES, the person responsible for each process must analyze the information and documentation known to the Counterpart and define whether it requires the application of intensified due diligence and/or additional controls:

In addition to the information and documentation requested within the corresponding processes, for the full identification of the Counterparts, the following is required:

1. Statement signed by the Counterpart on the prevention and control of LA/FT/FPDAM and C/ST.
2. For companies obliged to adopt LA/FT/FPADM and C/ST prevention systems, a certification issued by the fiscal auditor or competent body stating the application of LA/FT/FPADM and C/ST prevention regulations.

During this activity, the special quality of the Counterpart, its reputation and relations with third parties must be reviewed.

6.2. C002 – Verification of legal records

Prior to any contracting process at FLORES DE LOS ANDES, and at least once a year, the person in charge of each process must consult the legal records of the Counterparty or the natural persons linked to it, in order to establish whether it has been investigated in relation to the commission of crimes related to acts of corruption or transnational bribery. The verification of judicial records will be recorded, which will be stored together with the other documents collected from the Counterpart.

6.3. C003 - Verification in restrictive lists

Prior to entering into any contract, business or any other type of relationship with natural or legal persons, the Designated Workers of FLORES DE LOS ANDES carry out a review of

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restrictive lists in national and international sources in the terms provided in the Policy and Procedures of SAGRILAF of FLOWERS OF THE ANDES.

In the event of finding any finding, the process must be immediately suspended and the designated Compliance Officer immediately notified of this fact.

6.4. C005 – Training and reliability tests

Periodically, FLORES DE LOS ANDES coordinates training for all its personnel regarding internal policies, applicable standards, production processes, and administrative procedures of the Company, in order to keep all its collaborators updated and avoid non-compliance with any provision related to the above. The training must include modules or topics that directly involve the PTEE contained in this document.

Similarly, FLORES DE LOS ANDES may perform reliability tests on personnel in order to identify the level of acceptance of behaviors related to integrity and rectitude in the work environment and reinforce the culture of transparency and reliability.

6.5. C005 – Limitation access to confidential information

FLORES DE LOS ANDES allows access to certain areas of its facilities and its documentary archive, whether physical or digital, only to authorized personnel in order to protect and safeguard information, goods or products of high importance for its operation and prevent leakage of information and/or the execution of any criminal conduct.

6.6. C006 - Computer security measures

FLORES DE LOS ANDES, through qualified personnel, has implemented the necessary computer security measures to guarantee that your access codes and information, especially that of a confidential nature, is adequately protected.

Likewise, emergency protocols have been designed for events of information leakage and, in conjunction with security measures, to prevent the company's data from being compromised in activities related to LA/FT/FPDAM, C/ST and other criminal conduct.

Events of information leaks must be reported to the corresponding hierarchical superior, who, if considered the case, will immediately inform the Compliance Officer so that he can carry out the applicable internal and legal procedures. All previous reports must be recorded in writing, which must be sufficient to clearly identify the event.

FLORES DE LOS ANDES will implement computer security measures that allow the safe preservation of all information related to the development of the corporate purpose of FLORES DE LOS ANDES and, especially, with the preservation of the information of any transaction that is carried out where the counterparty is domiciled abroad or involves international transactions.

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6.7. C007 - Physical security

FLORES DE LOS ANDES has implemented different measures to guarantee security within its facilities, which are periodically reviewed to avoid any type of failure in its operation.

6.8. C008 – Inspections about internal procedures


Through the personnel designated for this purpose, FLORES DE LOS ANDES and/or its PTEE Compliance Officer, may carry out periodic and/or random inspections of the procedures carried out by each one of the areas to identify opportunities for improvement related to C/ST risk prevention.

6.9. C009 - Determination of Counterparts that may represent a higher LA/FT/FPDAM or C/ST risk, including politically exposed persons and intensified due diligence application

Taking into account the activities of exporting flowers to different countries carried out by FLORES DE LOS ANDES, it has been established that it is possible to establish commercial relations with the Counterparts that receive a high risk classification of LA/FT/FPADM or C/ST, without Notwithstanding this, additional knowledge activities must be carried out (intensified due diligence) to obtain more information and monitor this class of Counterparts in greater detail.

For this purpose, the following activities or jurisdictions will be considered a higher risk profile:

| ACTIVITY OR JURISDICTION OF RISK | ENHANCED DUE DILIGENCE |
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| Legal persons not domiciled or legal persons whose shareholders, partners or associates are foreign natural or legal persons and have a majority percentage in the social capital, contribution or participation. | Identify the beneficial owner and take reasonable steps to verify its identity, so that there is no doubt to the identifying entity. Continuously monitor the commercial relationship and carry out a detailed examination of the operations carried out, in order to ensure that the activities that are being carried out are compatible with what FLORES DE LOS ANDES knows about the Counterparty, its businesses and its risk profile. |
| Non-profit entities. | Knowledge of the corporate purpose and the services it provides to the community. |
| Politically Exposed Persons - PEP. | Increase the frequency of review and monitoring of the transaction activity of the PEP Counterparty and of the conditions of the negotiation. Carry out inquiries and apply additional measures of identification and verification of the PEP. |

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| | <p>The decision to accept and/or maintain the relationship with this Counterparty is the responsibility of the corresponding hierarchical superior.</p> <p>In the event that the contracting with the PEP exceeds 30 SMLMV, the approval for the link or continuation of the business must be granted by the General Assembly of Shareholders.</p> |
| Producers or distributors of controlled chemical substances | Verify if said products are subject to control for the handling of controlled substances. If so, request a copy of the certificate or permit issued by the competent authorities. |
| Clients who express income from participation in companies in the declaration of origin of funds. | Request the list of investments that individually generate 10% or more of the total income, indicating the company name, the NIT and verify in restrictive lists. |
| Natural or legal persons domiciled in higher risk countries or whose resources come from said countries, in accordance with the provisions of FATF or OFAC. | Validate the link in restrictive lists and constantly monitor transactions. |

6.10. C010 – Controls to ensure compliance with the standards contained in the PTEE

The internal audit, in the development of its general annual audit plan, must contemplate the review of compliance with the controls established in this document.

6.10.1. *Internal reports of events that may involve C/ST acts*

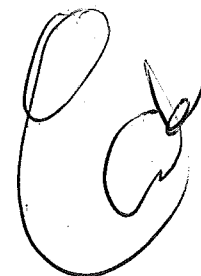
All Counterparts to whom this PTEE applies will be obliged to report to the internal complaints channel when they become aware of the commission of a possible C/ST act or of indications of activities that are suspicious within FLORES DE LOS ANDES.

The reports must contain at least the background or relevant facts, the supporting documentation that exists and the reasons that have led the Counterparty to believe that a possible act of C/ST has been presented within the Company.

Before the occurrence of any act of C/ST that constitutes a crime, the Compliance Officer must make the respective complaint before the pertinent authorities and present a report of the corresponding event to the General Assembly of Shareholders.

Paragraph. No counterparty that makes a report may be subject to retaliation, punishment, sanctions, or aggression by the Company or other Counterparts. Within FLORES DE LOS ANDES, it will take the necessary measures to prevent this from happening.


6.10.2. *Detection and reporting of C/ST alert signs*



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In order to monitor and control the operations of the Counterparts and detect any unusual operations in the area of C/ST, those responsible must take into account, among others, warning signs that may include, but are not limited to, the following:

- a. Invoices that appear to be false or do not reflect the reality of the transaction.
- b. Invoices that are inflated in value or that contain excess discounts or refunds.
- c. Foreign operations whose proposed contractual terms are highly sophisticated.
- d. Request for transfer of funds to countries considered tax havens.
- e. The request to carry out operations that do not have a logical, economic or practical explanation.
- f. Operations that fall outside the ordinary course of business and that do not seem reasonable.
- g. The identity of the counterparty or the origin of the funds is not clear.
- h. Assets included in the Financial Statements that do not have a real value or that do not exist.
- i. The information requested or the information provided is inconsistent or difficult to verify by the company.
- j. Frequent use of intermediaries to carry out commercial or financial operations.
- k. Complex or international legal structures, without apparent commercial, fiscal or legal benefits.
- l. Possess or control legal entities without a commercial or "paper" objective and these are located abroad.
- m. The Counterparty has been considered a fictitious provider of the DIAN.
- n. Legal persons with structures *offshore entities* or of *offshore bank accounts*.
- o. Legal Entities in which the Final Beneficiary cannot be identified.
- p. Contracts with variable remunerations that are not reasonable.
- q. Insistence on the payment of cash as the only means of payment instead of others.
- r. Evidence that the Counterparty or its Final Beneficiary is being investigated or prosecuted for crimes associated with corruption and bribery.

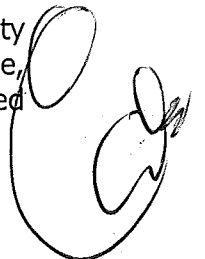
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- s. Offer of commissions or benefits for the purpose of obtaining contracts or to omit procedures for knowing the Counterpart.
- t. Pretending to enter into a contract without complying with legal requirements, with the purpose of acting with impunity or committing irregular or reprehensible acts.
- u. Negative public information about the shareholder.
- v. Companies that do not exercise or do not have good practices in their processes, corporate governance and especially those related to the prevention of corruption and transnational bribery.
- w. Unusual gains or losses in contracts, or significant changes without commercial justification.
- x. Payments made or received through international transactions for the provision of services in countries considered high risk according to FATF.
- y. Payments made from or to countries considered high risk, from or to unidentified persons or from or to companies whose owners cannot be identified.
- z. Payments made or received for travel, lodging, donations, travel expenses, representation expenses, entertainment expenses, without the corresponding supports and authorizations.
- aa. Payment of commissions in installments without the corresponding supports and authorizations.
- bb. Payments made or received in bank accounts of natural or legal persons without a visible connection with one, but through other sources of information it is verified that they are controlled by the PEP, or by persons related to them.
- cc. Knowledge of the transfer of funds to a bank account of a natural or legal person related to a PEP and the subsequent movement of funds to third party bank accounts.

In any case, sound judgment must be used to determine any other signal that may be considered an alert regarding the facts, actions or omissions carried out by contractors/suppliers, Clients, shareholders or the receipt and making of payments.

6.11. C011- Commitment to confidentiality and information security

Those responsible for each process must incorporate confidentiality and information security clauses in each of the contracts where FLORES DE LOS ANDES is a party or, if applicable, enter into confidentiality agreements regarding the Company's information that is shared with a third.



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6.12. C012 - Establishment of guidelines for the delivery and reception of gifts and management of travel expenses

FLORES DE LOS ANDES does not accept or request gifts, money, gifts, entertainment or present or future benefits from any person, whether natural or legal, that could be benefited in any way, directly or indirectly, by compliance or non-compliance of current regulations or for the execution of contracts or the sale of goods or services.

Employees of the Company may only accept gifts that have no commercial value or are consistent with the promotion or advertising practices of the entity that grants them. Workers may not use their position in the Company to request any kind of personal favor, payment, discount, travel, accommodation, gifts or loans from suppliers, customers or interest groups. These practices are prohibited.

In the event that performance bonuses or other incentives of a remunerative nature are delivered by FLORES DE LOS ANDES to any Counterpart, these must be fully documented and with the approval of the Legal Representative.

The existence of incentive payments of any nature will be reviewed annually by the Legal Representative and the Compliance Officer to verify that they meet reasonableness criteria and verify that acts of corruption are not being promoted.

In any case, FLORES DE LOS ANDES will have a policy that allows it to determine what kind of gifts or corporate gifts can be delivered depending on the specific business situation and the needs or customs of the market.


Expenses for entertainment activities and staff travel expenses must be included in the annual budget of FLORES DE LOS ANDES, which must have a reasonable average according to the number of employees and the budget of the previous year.

All these expenses must have the respective supports of invoices, electronic transfers and internal records in order to record the expense or expense in the corresponding accounting item.

6.13. C013 – Establishment of guidelines for contributions to political campaigns and donations

6.13.1. *Political Contributions Policy*

FLORES DE LOS ANDES will not make contributions to national or foreign political campaigns, except with the prior and express authorization of the general meeting of shareholders, which must be duly substantiated.

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Support must be requested for the destination of the monies delivered for this concept and, prior to carrying out any operation, the knowledge management of the PEP Counterparty provided for in this PTEE will be carried out.

6.13.2. Donations

The Company must consult the background and restrictive lists of the beneficiaries, request the approval of the general meeting of shareholders and validate the legal investment of donated resources.

All donations must have their purpose fully verified in order to be authorized.

It is expressly prohibited to use donations to hide or disguise Acts of Corruption or to make donations in contexts that could be interpreted as attempted Acts of Corruption.

6.14. C014 - Complaints channel

FLORES DE LOS ANDES has communication channels, the details of which are incorporated later, so that all employees, Contractors, Shareholders, and Directors can report any misconduct that may constitute an Act of Corruption or to make inquiries regarding the content, scope, and compliance with the PTEE.

The personal information of the complainants will be confidential and, in any case, the complainants will have the necessary backing and support from the Company to avoid retaliation of any kind.

canaldedenuncias@grupoandes.com

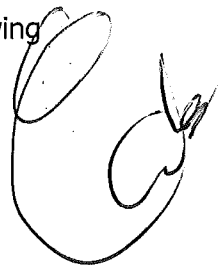
The denunciation of knowledge of acts of corruption that are known by FLORES DE LOS ANDES, its administrators and employees is mandatory.


6.15. C015 - Establishment of a whistleblower protection policy

No counterparty that makes a report may be subject to retaliation, punishment, sanctions, or aggression by the Company or other Counterparts. FLORES DE LOS ANDES will implement a whistleblower protection policy by virtue of which the guidelines are established through which all persons who have communicated any fact, conduct or omission that violate this PTEE must have the assurance that their integrity or security staff will not be endangered.

7. SUPPLEMENTARY PROCEDURES

In the event of any of the events described below, the Company will adopt the following complementary measures:



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7.1. Policy regarding the acquisition of goods and services required by FLORES DE LOS ANDES

The purchasing area must respect the amounts for approval purposes established by FLORES DE LOS ANDES for the purchase of goods or services. The division of the business is prohibited in events involving the purchase of the same good or services from the same supplier in order to prevent the corresponding body from approving it.

In the events in which any irregularity in the contracting process of a supplier or contractor becomes evident, those responsible for the process must immediately report the events in writing to the Compliance Officer so that he can take the pertinent actions.

7.2. Report of existence of conflicts of interest

It is a legal duty of the administrators to act in good faith, with the loyalty and diligence of a good businessman.³ Their actions will be carried out in the interest of the company, taking into account the interest of the associates. In compliance with their functions, they will be obliged to refrain from participating on their own or through an intermediary person in personal interest or that of third parties in activities that imply competition with the company or in acts with respect to which there is a conflict of interest, unless expressly authorized by the General Assembly. of Shareholders.

In the same way, it is possible that conflicts of interest arise between any Employee or Associate or their relatives up to the second degree of consanguinity and affinity or sole-civil, friends, business partners. In these events, the respective Counterpart will provide written knowledge of the existence of said conflict of interest.


7.3. Contractors acting on behalf of FLORES DE LOS ANDES before Public Officials

The officials who are in charge of contracting third parties who act on behalf of FLORES DE LOS ANDES before Public Officials, must consult their records and restrictive lists and maintain constant control of the actions of the Contractors.

Any special or general power of attorney necessary for these purposes must be prepared and/or reviewed by the Company's legal advisor.

Contractors who act on behalf of FLORES DE LOS ANDES before Public Officials must know and comply with the PTEE, they will expressly undertake not to carry out any Act of Corruption and will allow FLORES DE LOS ANDES at any time to monitor or audit their actions in Colombia or abroad that may have an effect on the execution of the commercial or contractual relationship with the Company.

³Law 222 of 1995, art. 23.

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7.4. Execution of contracts with public entities

During the eventual celebration, execution and/or liquidation of contracts entered into with Public Entities, national or foreign, FLORES DE LOS ANDES expressly prohibits its Workers from accepting or offering any type of activity that may constitute a C/ST Act, regardless of their hierarchy or that of the public official, or the public entity to which he belongs.

In this sense, any irregularity must be immediately notified to the Compliance Officer, through the complaint channels provided for this purpose in this PTEE, under penalty of the imposition of the respective disciplinary and/or contractual measures on officials who tolerate or promote Acts of Corruption, or retaliation against complainants.

7.5. Anti-Corruption Clauses

In all written contracts entered into by the Company, clauses will be included that oblige the counterparty to comply with this PTEE and the Colombian legal system and that protect FLORES DE LOS ANDES when the counterparty fails to comply with the above or when it performs Corruption Acts.

8. DISSEMINATION AND TRAINING

Through the Compliance Officer or the qualified personnel designated by him, periodic training will be carried out both on the PTEE, as well as on other anti-corruption provisions, to all its Workers and Contractors in person or remotely.

9. MONITORING AND AUDIT

In order to verify compliance with the PTEE, FLORES DE LOS ANDES may carry out, especially, but not exclusively, any of the following activities:


- Internal or external audits
- Verification and completion of risk matrices
- Carrying out drills
- Due diligence procedures
- Disclaimer

10. SANCTIONS

Failure to comply with this PTEE by any of the Shareholders, Directors and/or employees of the Company will be classified as a serious offense and, consequently, the disciplinary and sanctioning procedures established in the bylaws, contracts of work, Management System, Internal Work Regulations and/or other applicable legal regulations for that purpose.

When it comes to conducts committed by Workers, the Compliance Officer together with designated personnel from Human Management will be in charge of the respective



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investigation and the result thereof will be communicated in writing to the Human Management Department so that it can proceed in accordance with the provisions of the preceding paragraph. In the case of behaviors constituting workplace harassment, the procedure will be adjusted to the applicable regulations and the internal work regulations.

In the event that, as a consequence of the investigation carried out by the Compliance Officer, it is concluded that there are acts constituting C/ST, the conclusions in this sense will be communicated to the Counterpart and the complaint of the respective act will be presented to the competent authorities. .

Failure to comply with the PTEE by Contractors or Suppliers and other related parties will be considered as grounds for immediate termination of the contract and/or commercial relationship and will empower FLORES DE LOS ANDES to enforce the sanctions and penalties provided for in the respective contract.

11. ARCHIVE AND PRESERVATION

All documents related to this PTEE, whether internal or external, must be duly filed and stored physically and/or digitally under strict security measures, guaranteeing that, indefinitely (for at least 10 years), can be reproduced exactly by any technical means.

12. CONFIDENTIALITY AND RESERVATION

The information obtained in the development of the PTEE will be considered as confidential information and will be subject to confidentiality, so that it can only be known or reproduced in exceptional cases by Company officials or by competent authorities prior presentation of the respective request.

13. REPORT OF COMPLAINTS OF TRANSNATIONAL BRIBERY TO THE SUPERINTENDENCY OF COMPANIES AND OF ACTS OF CORRUPTION TO THE SECRETARIAT OF TRANSPARENCY

In addition to the internal reporting channels established by FLORES DE LOS ANDES, in compliance with the provisions of section 5.5. of Chapter XIII, the following complaint channels are made available to all interested parties:

- (1) The Superintendency of Companies has established the following Complaint Channel for Transnational Bribery at the following link:

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

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(2) In the same way, the channel of complaints for acts of corruption of the Secretariat of Transparency is promoted:

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

14. MODIFICATIONS AND UPDATES

This PTEE will be reviewed and updated periodically at least once every two years. Notwithstanding the foregoing, the controls established therein will be subject to constant monitoring.

15. VALIDITY

This PTEE was duly approved by the general meeting of shareholders and shall be understood to be in force from August, 8th of 2022.

Any modification of the provisions contained in this PTEE must be approved by the general meeting of shareholders of FLORES DE LOS ANDES and be disclosed to all interested parties.

