



PROGRAM OF TRANSPARENCY AND BUSINESS ETHICS FOR THE PREVENTION OF TRANSNATIONAL BRIBERY AND CORRUPTION

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PROGRAM OF TRANSPARENCY AND BUSINESS ETHICS

Presentation

This program compiles information related to the rules and procedures that will govern the development of the processes required in the prevention of corruption in compliance with the Anti-Bribery Law 1778 of 2016 and initially as contemplated in -External Circular Letter-100- 000003 of July 2016 repealed as of January 1st, 2022 by Circular Letter 100-000011 of August 9, 2021, a circular Letter that adds Chapter XIII of Basic Circular Letter 100-000005 of November 22, 2017, by means of which administrative instructions and recommendations aimed at implementing business ethics programs to prevent risks of corruption and risks of transnational bribery.

In same manner, the Business Ethics Program establishes the general guidelines that ESTILO INGENIERIA S.A. must adopt. In relation to the policies that will allow the efficient, effective and timely operation of the program and are translated into rules of ethics and procedures that guide the actions of the Company's collaborators or workers.

The content of this document must be known by all managers, partners, committee members, clients, suppliers and workers who are directly or indirectly involved in the development of the different processes of ESTILO INGENIERIA S.A. and it will be the responsibility of senior management and the Compliance Officer to coordinate the implementation of dissemination and training activities to guarantee compliance.

In accordance with the company's internal policies, it is considered necessary to disseminate not only the rules and procedures inherent to it but also the policies, some conceptual and regulatory documents that complement it.

According to the foregoing, our manual will contain administrative instructions and recommendations to start up and mandatorily implement the Transparency and Business Ethics Program to mitigate the risk of transnational bribery and corruption. In same manner, our Corporate Governance will ensure for maintaining the ordinary course of business under total transparency and ethics, supported by the country's current regulations.



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“ESTILO INGENIERIA S.A. is committed to complying with local and International Laws and adopting national and international standards that govern the Ethical and Legal Transparency of business. The Company “DOES NOT ADMIT”, any form of business, transaction, agreement, considered as Corruption, Bribery or Fraud”.

Objective

Present, define and regulate the policies, procedures and the Transparency and Business Ethics Program (TBEP) defined by Senior Management and framed in the applicable Legal requirements and in the General Code of Business Ethics of the Company for the prevention of the risk of transnational bribery in which ESTILO INGENIERIA S.A. may incur because of its own actions and those of his associates.

1. General Considerations

The purpose of this Program is to guide and transmit to counterparties that are related to the Company, employees, clients, suppliers, partners, and those people who are indirectly related, that regarding business and transactions with and in ESTILO INGENIERIA S.A. They are carried out with the best market practices, within a framework of ethics and legal transparency.

The Business Ethics and Anti-Corruption Policy is governed by the principles and guidelines established in the CODE OF ETHICS AND BEHAVIOR, with the purpose of providing an alignment of the organizational principles and aimed at preventing crimes related to transnational bribery that must be controlled by the company.

- The Business Ethics Program applies to the entire human team linked to the Company and to all related parties and interest groups, understood as employees, clients, suppliers, partners and in general to all those with whom, directly or indirectly, any commercial, contractual or cooperative relationship with ESTILO INGENIERIA S.A. is established.
- The purpose of the Business Ethics Program is to publicly declare the commitment of the Company and its Senior Managers to act ethically and transparently before their stakeholders, and to conduct business in a responsible manner, acting under a philosophy of zero tolerance for those acts that contradict our Policies and Strategic guidelines.
- This program articulates the policies and procedures defined by the Company in strengthening its management, such as: Code of Ethics, Integrated Policy of Management System, Entrepreneurial Ethics Policy, Purchase Procedure, Import, Export, Control Procedure disciplinary, Internal induction, Change Management, Legal Requirements Matrix and other policies established by the Company.

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2. Scope

This Program is applicable to all processes that have a direct and indirect relationship with national or international transactions, aimed at all counterparties of ESTILO INGENIERIA S.A. For the purposes of this Program, those involving a risk factor for corruption and bribery are:

- a. Suppliers and Contractors
- b. Customers
- c. Partners and/or Shareholders
- d. Subsidiaries.
- e. Employees
- f. Any other person who has a business relationship with the Company.

These guidelines are designed to help not only collaborators but all people who have a direct business relationship with ESTILO INGENIERIA S.A.

The Program will be approved by the Board of Directors and will be updated or complemented to the extent that the needs of the business indicate so.

3. Regulatory Framework

3.1. International Standards

The International Legal Framework to fight corruption includes:

- The United Nations Convention against Corruption (UNCAC), which came into force in 2005.
- The Convention on Combating Bribery of Foreign Public Officials in International Commercial Transactions, which came into force in 1999.
- Inter-American Convention against Corruption of the Organization of American States - OAS of 1997.
- The 2012 OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions.
- The criminal convention on corruption of the Council of Europe.
- The Civil Convention on Corruption of the Council of Europe.
- The African Union Convention to Prevent and Combat Corruption

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3.2. National norms

- As one of the anti-corruption measures, the Colombian Government has entered into several international agreements, approved by the Congress of the Republic, the last one in 2012, with the Convention of the Organization for Economic Cooperation and Development (OECD), to combat bribery of foreign public officials in international transactions. As a result, the Government enacted Law 1778 of February 2, 2016 Anti-Bribery Law, establishing a special regime to impose administrative sanctions on legal entities involved in transnational bribery behavior.
- Article 23 of Law 1778 of 2016, establishes the duty of the Superintendency of Companies to promote in the companies under its supervision, the implementation and adoption of Transparency and Business Ethics Programs, internal anti-corruption mechanisms, internal norms of auditing and promotion of transparency and mechanisms to prevent Transnational Bribery behavior.
- Numeral 3 of Article 86 of Law 222 of 1995, indicates the sanctioning powers of the Superintendence of Companies to those who fail to comply with its orders, the Law or the statutes.
- Section 28 of Article 7 of Decree 1736, 2020, corresponds to the Superintendency of Companies “To instruct, in the manner determined, entities subject to supervision on the measures they must adopt to promote transparency and business ethics in their business practices to have internal
- mechanisms to prevent acts of corruption...”
- Circular Letter 100 – 000011 – from August 9, 2021 issued by the Superintendency of Companies and which repeals Circular Letter 100 – 000003 from July 26, 2016 and incorporates Chapter XIII of Basic Circular Letter 100 – 000005 dated November 22th, 2017.
- External circular letter 100-000012 of August 9, 2021 - Supervision Policy for the Transparency and Business Ethics Programs – TBEP.

4. Definitions

Total Assets: They are all, current and non-current assets, recognized in the statement of financial position that correspond to the present economic resources controlled by the Company.

Unfair management¹: Damage to the interests or economic assets of a company through the

¹ Penal Code, Article 250B

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fraudulent use of its physical assets (facilities, offices, furniture, machinery, among other) or intangible assets (the know-how, goodwill or reputation of the company, developed businesses models, brands, among other), for their own benefit or that of a third party by the following people:

- **Social manager de facto or de jure².** The social managers are all those who comply the functions of legal representative, members of boards of directors, liquidator and all those appointed by means of bylaws of the company with the purpose of directing therewith, or who, even without being delegated, they act as such in the activities of the organization (Reyes Villamizar, 2013).
- **Partners of the company established or in the process of being established.** They are those who provide or intend to provide a contribution to jointly create the company and receive in exchange the respective rights thereupon.
- **Directives.** They are those people exerting command and decision-making functions in the company due to their belonging to committees,
- boards of directors, assemblies of partners or directors in senior management positions.
- **Employees.** According to labor regulations, they are people who provide a service by means of an employment contract and under conditions of subordination in exchange for a salary.
- **Advisors.** They are specialists who provide consulting or advisory services with the purpose of guide those who make decisions in the company.

This crime seeks to punish the persons mentioned above when they act in bad faith and abuse their functions to obtain a personal benefit or that of a third party.

Associates: Refers to those individuals or legal persons who have carried out a contribution in money, work or other assets valued in money to a company or sole proprietorship in exchange for quotas, shares of interest, shares or any other form of participation that contemplate Colombian laws.

Compliance Audit: This is the systematic, critical and periodic review regarding the proper execution of the business ethics program.

² Law 222, 1995



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Senior managers: They are Managers and main executives of the Company, that is, the president, vice presidents, directors, Managers and Members of the Board of Directors, whether labor related therewith.

Complaints Channel: This is the online reporting system for complaints about acts of Transnational Bribery, provided by the Superintendence of Companies on its website. Additionally, it refers to the internal channels that the company will have available for internal complaints from third parties.

Complaint receiving channels: Means through which complaints or suspicions of bribery or acts of corruption are received.

External Circular Letter 100-000011: Circular that modifies and repeals as of January 1, 2022 Circular Letter 100-000003 dated July 26, 2016 and also adds Chapter XIII of the Basic Legal Circular Letter of 2017. Circular Letter 100-000011 is the guide that provides administrative instructions and recommendations aimed at implementing Transparency and Business Ethics Programs for the prevention of the conduct provided for in Article 2 of Law 1778 of 2016, issued by the Superintendency of Companies.

Bribery: The Colombian Penal Code defines bribery as the crime committed by a public servant when receiving or requesting a gift, profit or accepting a promise of remuneration, directly or indirectly, in exchange for performing or omitting an act related to their position, constituting a crime. Lack of righteousness, good morals and own proceed when accessing remuneration for the action or omission of official functions is considered punishable conduct and could result in sentences of 5 to 10 years in prison.

Private corruption: Refers to acts of corruption between individuals, especially in the entrepreneurial sector, by means of undue favoring of third parties by directors, managers, employees, among other, to the detriment of the assets and interests of the company.

He/she is criminally sanctioned:

- Whoever, directly or indirectly, offers, promises or delivers an unjustified gift or profit to a member of a company; and, additionally,
- Any member of the company who, directly or indirectly, requests, receives or accepts such benefit. In both scenarios there is a personal benefit or profit for a third party, such as for the company.

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Contractor: This refers, within the context of an international business or transaction, to any third party that provides services to a legal entity or that has a contractual legal relationship of any nature therewith. Contractors may include, among other, suppliers, intermediaries, agents, distributors, advisors, consultants and persons who are parties in collaboration or shared risk contracts with the legal entity.

State Contract: This corresponds to the definition established in article 32 of Law 80 of 1993.

Conflict of interest: This occurs when the private interest prevails in the decisions or actions of a direct collaborator or contractor, over the interest of the Company, in this way this person or third party involved would obtain an illegitimate advantage to the detriment of the interests of the Company.

Corruption: There will be all behavior aimed at a Company benefiting therewith, or seeking a benefit or interest, or being used as a means in the commission of crimes against public administration or public assets or in the commission of Transnational Bribery Behavior.

Due diligence: This is the initial and periodic review that must be carried out on the legal, accounting and financial aspects related to a business or national or international transaction, which purpose is to identify and assess the risks of bribery and corruption that may affect the Company, its subordinate companies and contractors.

Employee: This is the individual who undertakes to provide a personal service under subordination to a legal entity or any of its subordinate companies, in exchange for remuneration.

Company: 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, 1995.

Adopting Entity: Is the Company that is not an Obligated Entity and that voluntarily adopts the TBEP, as a good corporate governance practice.

Obligated Entity: Is the Company that is identified in sections 4.1, 4.2 and 4.3 of External Circular Letter 100-000011, 2021.

Supervised Entity: is the Obligated Entity or Adopting Entity that must comply or that voluntarily accepts.

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State Entity: corresponds to the definition established in article 2 of Law 80, 1993.

Risk factor: they are the possible elements or causes that generate C/TB Risk for the company.

Fraud: Any illegal act characterized by deception, concealment, or violation of trust, which does not require the application of threat of violence or physical force. Frauds are perpetrated by individuals and organizations to obtain money, goods and services, to avoid payments or loss of services, or to secure personal or business advantages.

Risk Matrix: Is the tool that allows the company to identify Corruption Risks or Transnational Bribery Risks.

International Business or Transaction carried out through third parties: Refers to international business or transactions carried out by a Colombian company by means of an intermediary or contractor or by means of a subordinate company or by a branch that has been incorporated in another state for that society. International business or transaction means business or transactions of any nature with foreign individuals or legal persons under public or private law.

OECD: It is the Organization for Economic Cooperation and Development.

Compliance Officer: This is the individual who must comply with the functions and obligations established in the current regulations for the Transparency and Business Ethics Program.

Politically Exposed Person or PEP: Corresponds to the definition established in article 2.1.4.2.3. of Decree 1081, 2015, modified by article 2 of Decree 830 of July 26, 2021.

Compliance Policies: These are the general policies adopted by the company's Senior Managers so that the company can carry out its business in an ethical, transparent and honest manner and is in a position to identify, detect, prevent and mitigate risks related to the transnational bribery and other corrupt practices.

Business ethics program: These are the specific procedures in charge of the Ethics Officer, aimed at put into operation compliance policies, in order to identify, detect, prevent, manage and mitigate risks of bribery, as well as others that are related to any act of corruption that may affect the Company.

Economic Resource: This is the right with the potential power of produce economic benefits.



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C/TB Risks: This is the Risk of Corruption and/or the Risk of Transnational Bribery.

Corruption Risks: This is the possibility that, by action or omission, the purposes of public administration are diverted or public assets are affected towards a private benefit.

Foreign Public Servant: This is what is established in paragraph 1 of article 2 of Law 1778.

Bribery: It is the act of giving, offering, promising, requesting or receiving any gift or thing of value in exchange for a benefit or any other consideration, or in exchange for performing or omitting an act inherent to a public or private function, regardless of that the offer, promise, or request is for oneself or for a third party, or on behalf of that person or on behalf of a third party.

Transnational Bribery or TB: This is the act by virtue of which a legal entity, by means of its employees, senior managers, associates, contractors or subordinate companies, gives, offers or promises to a foreign public servant, directly or indirectly: (i) amounts of money, (u) objects of pecuniary value or (iii) any benefit or profit in exchange for said public servant performing, omitting or delaying any act related to their functions and in relation to an international business or transaction. (In the case of this document we will call it bribery

Subordinated Company: This has the scope provided for in article 260 of the Commercial Code.

Supervised Company: This is the company, sole proprietorship and branch of a foreign company, subject to supervision by the Superintendence of Companies, in the terms provided for in article 84 of Law 222 of 1995.

CLMMW: current legal monthly minimum wage.

Facilitation payments: Payments carried out to government officials in order to ensure, promote or accelerate legal and routine procedures for the benefit of the Company or its employees.

Foreign Public Servant: Corresponds to the definition established in the First Paragraph of the second article of Law 1778.

Transnational Bribery Risk Management System: It is the system aimed at the correct articulation of the Compliance Policies with the Business Ethics Program and its proper implementation in the legal person.

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Law 1778 of February 2, 2016: Anti-Bribery Law of the National Government.

5. Anti-Corruption and Anti-Bribery Policy

The integrity of ESTILO INGENIERIA S.A. is not negotiable, therefore, corruption or bribery of any kind is not tolerated, and we will ensure that each of its collaborators comply with the highest organizational standards based on our principles. Therefore, we will ensure that each interest group conducts its business with ESTILO INGENIERIA S.A., in a transparent and responsible manner, complying the following actions:

- a. ESTILO INGENIERIA S.A., is committed to the fight against bribery and corruption, therefore, it will strictly comply with the regulations that apply thereto and the best practices in the matter.
- b. The Board of Directors of ESTILO INGENIERIA S.A. promotes a culture of transparency and integrity in which bribery and corruption in general are considered unacceptable.
- c. Compliance of the commercial goals of ESTILO INGENIERIA S.A. is subject to compliance with anti-bribery and anti-corruption rules.
- d. In the event that conflicts of interest may arise, they will be given the respective treatment defined in the Code of Ethics and Behavior of ESTILO INGENIERIA S.A., or in accordance with what is set forth in this manual. Conflicts of Interest of managers, members of the Board of Directors, senior management positions and proxy holders of the company xx will be notified and documented before the highest social control body (Board of Directors / General Shareholders' Assembly).
- e. The Transparency and Business Ethics Program is integrated into the guidelines given in the Code of Ethics and Conduct and in this way the controls implemented here must be applied by all employees of ESTILO INGENIERIA S.A.
- f. ESTILO INGENIERIA S.A. will adopt due diligence measures and prior to the start of the contractual or legal relationship with third parties, the due diligence procedures must have been complied with.
- g. The Board of Directors of ESTILO INGENIERIA S.A. establishes the level of risk that the Company is willing to assume in relation to bribery and corruption as Low or Medium. In the event that the residual risk is located in an area different from the permitted risk level, a treatment plan must be defined immediately.
- h. The Board of Directors of ESTILO INGENIERIA S.A. will be responsible for approve the Transparency and Business Ethics Program.

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- i. The Board of Directors of ESTILO INGENIERIA S.A. will be responsible for appoint an Ethics Compliance Officer, who will lead and manage the Transparency and Business Ethics Program.
- j. ESTILO INGENIERIA S.A. will disseminate the Transparency and Business Ethics Program within the Company and to other interested parties and will train all company employees.
- k. ESTILO INGENIERIA S.A. will clearly establish and assign who is responsible for exercising the necessary powers and functions regarding the Transparency and Business Ethics Program.
- l. ESTILO INGENIERIA S.A. will carry out the identification, measurement, control and monitoring of bribery and corruption risks.
- m. All operations, businesses and contracts carried out by ESTILO INGENIERIA S.A., they will comply with the policies and procedures set forth in this Manual and other internal regulations that regulate the risk factors of bribery and corruption (country, economic sector, third parties), otherwise they will not be processed.
- n. The employees of ESTILO INGENIERIA S.A. are responsible for reporting any act of bribery and/or corruption within the entity, as well as for cooperating in investigations that are carried out.

The anti-corruption and anti-bribery policy emphatically prohibit bribes and gifts in any form, whether offered directly or indirectly or through a third party, which are intended to obtain a benefit and/or influence the processes of the company or of a particular interest.

We will constantly strengthen our corporate values and maintain a culture of compliance which will be the key to guaranteeing greater transparency in our businesses, which also involves the interest groups through which we interact in business.

5.1. Corruption

The warning signs herein described are some that we must consider when identifying the risks associated with acts of corruption, and consequently if we act with diligence and opportunity, we could prevent their materialization:

- Lack of traceability or support for payments carried out on account of representation expenses.
- Offering or receiving expensive gifts, invitations or hospitality at luxurious restaurants or events such as concerts, sporting events, among other. These types of situations can be understood as attempts to influence a decision making.

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- Obtaining contracts without material support or real benefit for the company.
- Contributions, in money or in kind, to political campaigns when they are prohibited or exceed the limits established in the applicable law.
- Delivery of gifts, in money or in kind, to an official worker, public employee or State contractor.

All the guidelines and mechanisms contained in this manual will be part of our policy, which will be of mandatory compliance.

Good entrepreneurial practices to prevent the risk of corruption:

We will constantly strengthen our corporate values and maintain a culture of compliance, and this will be the key to ensuring greater transparency in our businesses. In matters of corruption, we highlight the following practices in which we will work on:

- We will constantly emphasize our values and corporate ethics.
- We will maintain our policies and procedures with guidelines that prohibit behavior that may constitute acts of corruption.
- To maintain regulation, procedures will be established for interactions with interest groups.
- We will create a risk matrix to identify and manage risks related to transnational and national bribery and/or corruption.
- As part of the controls, limits will be maintained on the giving and receiving of gifts, as well as management of conflicts of interest, donations and contributions, among other. If gifts are accepted, it will only be possible if they are items with a limited value (2 SMMLV). The protocol indicated for its disposal must be followed (acceptance or rejection).
- We will keep a training plan for company personnel, especially in critical areas, and for interest groups on the guidelines in the development of project development activities (express prohibition of offering or accepting gifts, management of representation expenses, payments to expedite procedures...), closing of businesses and conclusion of contracts (contributions, donations, sponsorships...), actions that can be considered acts of corruption without due treatment.
- Internally we will carry out procedures so that all staff are involved in reporting suspicious activities at ESTILO INGENIERIA S.A., as well as before the authorities.

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- Anti-corruption clauses will be included in contracts with suppliers, contractors, and other relevant partners for the operations of the contracts signed with these third parties for the development of the business, and this will be provided, if applicable, to develop audits or monitoring activities on managing this risk.

Identification of events or behaviors that generate the risk of Corruption:

There are various behaviors related to bribery and corruption, below we mention some of them:

- ✓ Alteration of accounting information to deceive third parties
- ✓ Making self-loans to defraud the company's assets
- ✓ Illegal collection of resources from the public
- ✓ Creation of front companies for fraudulent purposes
- ✓ Appropriation of goods from public use.

These behaviors that, according to legal provisions on criminal matters, can be carried out by an individual and affect the activities of a company to a greater extent: private corruption (article 250A of the Penal Code) and unfair management (article 250B of the Penal Code).

We should not ignore of the fact that currently, legal entities are not criminally responsible; but this does not mean that within the criminal process directed against the individuals who work in them and exercise Direction, management or administration roles, such as members of Boards of Directors or social managers, Legal Representatives, among other, they cannot suffer accessory consequences. such as those established in article 91 of the Code of Criminal Procedure, namely, the suspension and cancellation of legal capacity. In same manner they may be subject to investigations and administrative sanctions. This is how we will keep mechanisms to determine the final beneficiary in the operations carried out by our company.

5.2. Transnational Bribery

Bribery is one of the typical behaviors of corruption. We are faced with transnational bribery when a legal entity, by means of one or more employees, contractors, managers or associates, own or of any subordinate legal entity, gives, offers or promises to a foreign public servant, directly or indirectly, amounts of money, any object of pecuniary value or other benefit or profit; in exchange for carrying out, omit or delay any act related to the exercise of his/her functions and in relation to an international business or transaction.

Now, in cases involving a foreign public official, the crime is transnational bribery (article 433 of the Penal Code), which has criminal consequences for individuals and, additionally, administrative

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consequences for companies according to Law 1778 of 2016 (“by which rules are issued on the responsibility of legal entities for acts of transnational corruption”).

Identification of events or behaviors that generate the risk of bribery: With the purpose of combat all these effects, the United States Congress issued the federal law known as the Foreign Corrupt Practices Act (FCPA) in 1977 (Department of Justice, 2016), whose purpose is to criminally and civilly punish bribery of foreign public officials. Since then, several international organizations, such as the Organization for Economic Cooperation and Development (OECD), have promoted the creation of laws to investigate and punish acts related to transnational corruption or bribery against foreign public officials in international commercial transactions. In Colombia there are criminal and administrative consequences both for the members of a company and for the company itself.

On the one hand, as we mentioned previously, people can be criminally sanctioned for the crimes of bribery for giving or offering or transnational bribery, as the case may be. On the other hand, administrative responsibility for legal entities is provided for in Law 1778 of 2016.

Additionally, the United States Department of Justice, the OECD and the Colombian authorities in the matter have indicated, in addition to the request or acceptance of gifts, bribes or payments, the following behaviors as the most frequent typologies of transnational bribery; these, naturally, are expressly prohibited regardless of how the behavior materializes:

i. Influence peddling

This involves improperly using influences or relationships derived from a position or position of authority, directly or by means of a third party, to obtain an improper advantage. For instance, when a businessman pays an acquaintance, friend, family member, spouse, among other, of a public servant in order to issue a mandatory license for the operation of his operations without complying with the legal requirements or complying with them, he prefers to secure the advantage or benefit illicitly.

ii. Improper conclusion of contracts

An administrator or member of a Colombian company is interested in being assigned a contract with a foreign state entity and pays, directly or through an intermediary, to a server so that his company is chosen in the selection process. It can also occur when he claims to have privileged information to which other competitors, under normal conditions, would not have access.

iii. Facilitation payments

Undue payments to public servants so that they comply with the demands of their function and legal

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duties.

iv. Electoral financing

Payments to political campaigns to guarantee election results and then secure contracts. Except for those donations that are made in search of a benefit for the country in compliance with legal guidelines

v. Concussion

Event in which a public servant, abusing the functions of his position, constrains or influences another person to give or promise money, gifts or improper benefits to himself or to a third party.

Good business practices to prevent the risk of bribery:

The following practices will be carried out to avoid bribery to national or foreign public servants:

- ✓ We prohibit carrying out operations where an attempt is made to bribe or take advantage of any situation that may affect the reputation of ESTILO INGENIERIA S.A.
- ✓ We will provide training on this risk for officials who carry out procedures with public entities or who interact with public officials.
- ✓ We will establish processes for the evaluation, monitoring and management of bribery risks in all company processes.
- ✓ We will keep reporting channels with due guarantees of non-retaliation for employees.
- ✓ We will define control of possible bribery practices against interest groups (branches, suppliers, contractors).
- ✓ Inclusion of termination clauses in employment or commercial contracts in cases of acts of bribery.

5.3. Corporate Management

5.3.1. Compliance of law

ESTILO INGENIERIA S.A., will fully comply with all national and international laws and will act in accordance with local guidelines and regulations. It is the responsibility of all area heads to ensure, through legal or other advice where appropriate, that they comply with all local laws and regulations that may concern the relevant business area, including tax and exchange controls.

5.3.2. Records and accounting standards

All accounting documentation must reflect the true nature of business transactions, assets and obligations, in accordance with applicable legal accounting and regulatory requirements. There must



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be no false, manipulated, incomplete or canceled records.

All company reports must be accurate and complete and, with respect to materials, must comply with accounting procedures and policies.

Workers must not expose or misrepresent any information for their personal benefit or any other reason.

5.3.3. External Reports

ESTILO INGENIERIA S.A. may be required to make statements or provide reports to regulatory authorities, agencies or other government departments. Every care should be taken to ensure that these statements or reports are correct, delivered on time and do not lead to misinterpretation.

Company management must be aware of any sensitive and confidential information before this is disclosed.

Caution should also be taken when making statements to the media, and ensure that the information provided is correct and cannot lead to confusion. Information that, once public, could have a significant effect on the actions of ESTILO INGENIERIA S.A., or on merger, acquisition or donation transactions (regardless of size), is subject to specific regulations. These matters must be referred to the Board of Directors of ESTILO INGENIERIA S.A. Media inquiries should be directed to the local manager or marketing manager and statements should only be made by designated spokespersons.

ESTILO INGENIERIA S.A. will provide through our website and through the publishing of the annual report and accounting and other statements, the information necessary to enable shareholders to evaluate our business performance. We will comply with applicable laws and regulations of the stock market by the time of disclosing information about ESTILO INGENIERIA S.A.

5.4. Guidelines on Transparency and Business Ethics

5.4.1. Design and approval

The design of the TBEP must be based on an assessment of the C/TB Risks (Corruption and Transnational Bribery Risk Matrix) in accordance with our business and the internal and external context of the company.

The design of the TBEP and its approval must be approved by the highest body of the company.

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Although the standard contemplates that the need to update the TBEP must be reviewed at least every 2 years, this criterion will be kept, but if new risk factors, entry into new markets, launch of new products or services, new distribution channels or presence in new jurisdictions, organizational changes or economic activity of our business that may alter the degree of C/TB Risk; or if an update is presented by the Superintendence of Companies, the update must be carried out in the relevant time.

5.4.2. Prohibition of payments and gifts

At ESTILO INGENIERIA S.A., no collaborator and/or associate will give or receive commission, fees, gifts, discounts, gifts, bonuses or perks of any kind or favors of any other nature for actions carried out on behalf of ESTILO INGENIERIA S.A., from any employee or representative of the other one, nor the first will negotiate with any employee or representative of any client for his/her own benefit. In same manner, no Collaborator will make or give payment in money or kind to third parties to influence any type of personal decision or obtain an advantage for the Company in relation to the execution of any type of contract or negotiation.

Collaborators must not act on behalf of other entities, whether they are companies, non-profit associations or individuals, nor solicit gifts, cash or time from suppliers, customers or interest groups.

5.4.3. Use of the Company's Assets and Funds

The assets of ESTILO INGENIERIA S.A. must be used for the sole benefit of ESTILO INGENIERIA S.A., and only for valid commercial use.

The assets of ESTILO INGENIERIA S.A. go beyond our equipment, facilities, company funds or office supplies. They include technologies, concepts, business strategies and plans, financial data, and other information about our company. These assets must not be misused for the personal benefit of workers or others.

Workers must not transfer any of the assets to third parties, except in the daily course of business activity.

5.4.4. Donations to charities and political parties

ESTILO INGENIERIA S.A. does not make contributions to political parties, political candidates or politically active organizations anywhere in the world. The only exception could arise in countries where there is a legal obligation to do so or there is a practice established by law and widely



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accepted; in such circumstances, the Board of Directors of ESTILO INGENIERIA S.A. must approve these disbursements.

Charitable donations may be permitted on behalf of ESTILO INGENIERIA S.A., as part of the company's corporate social responsibility activities; Such donations are subject to prior approval by General Management. Note: some charities may themselves be politically active organizations and should therefore be treated as explained in the previous paragraph.

Donations will only be allowed when the counterparty linking process does not generate suspicion of possible relationship with risks of Transnational Bribery or Corruption, in addition, Legal Entities will be consulted on binding lists. Additionally, in the event that the donation is for a non-profit entity (ESAL), intensified due diligence must be carried out, providing documentation that accredits this such as: RUT, ID copy of the Legal Representative, identification of the founding partners, chamber of commerce certificate and supporting the consultation in lists.

It should be noted that these donations can be given in different ways, such as money, in kind, established activities, among other, but they cannot exceed the amount of 2 CLMMW and these must always be endorsed and approved by the General Management.

Delivery of the donations will be documented in the established form (see annex) and a certification of the beneficiary entity will be attached, signed by the Fiscal Auditor/Legal Representative and/or Public Accountant, the description of said certification will be online under the requirements that DIAN establishes in this regard (Directorate of National Taxes and Customs).

5.4.5. Delivery of Gifts to Third Parties, entertainment, lodging, travel and related expenses.

No person may give gifts or benefits in cash on any occasion, and it is strictly prohibited to seek, request or accept any commission, payment, service, gift or other favors of value, coming from any individual or organization doing or seeking to do business with the company.

Employees must not solicit, accept, offer or provide gifts, entertainment, hospitality, travel or sponsorships for the purpose of inducing, supporting or rewarding irregular behavior in connection with obtaining any business involving the Company. Gifts, entertainment expenses or other courtesies for the benefit of an official are not permitted.

When it comes to lodging, tickets for foreign contractor personnel and/or Supplier of ESTILO INGENIERIA S.A. includes in the contract all its expenses in accordance with what is provided in its

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policies and guidelines.

In the case of travel expenses for employees of ESTILO INGENIERIA S.A., who travel abroad, the Company assumes all hotel and ticket expenses, which must be duly supported with invoices on behalf of the Company; in relation to travel expenses, a daily value is granted according to the procedure for travel expenses established in ESTILO INGENIERIA S.A., which must be justified and supported.

5.4.6. Remunerations and payment of Commissions to Employees and Contractors regarding International businesses or transactions.

At ESTILO INGENIERIA S.A., under no circumstances does the payment of commissions apply to employees or contractors for international transactions. If in any case this is presented, this must be authorized by the General Management and Administrative and Financial Management.

5.4.7. Warning signs

Some of the warning signs that the organization will consider when conducting business, connecting people, signing contracts and other activities that develop its corporate purpose are:

In the analysis of accounting records, operations or financial statements:

- ✓ Invoices that appear to be false or do not reflect the reality of a transaction or are inflated and contain excess discounts or refunds.
- ✓ Foreign operations whose contractual terms are highly sophisticated.
- ✓ Transfer of funds to countries considered tax havens.
- ✓ Invoices that appear to be false or do not reflect the reality of a transaction or are inflated and contain excess discounts or refunds.
- ✓ Foreign operations whose contractual terms are highly sophisticated.
- ✓ Transfer of funds to countries considered tax havens.
- ✓ Operations that do not have a logical, economic or practical explanation.
- ✓ Operations that are outside the ordinary course of business.
- ✓ Transactions in which the identity of the parties or the origin of the funds is not clear.
- ✓ Assets or rights, included in the financial statements, that do not have a real value or that do not exist.

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In the corporate structure or corporate purpose:

- ✓ International legal structures without apparent commercial, legal or fiscal benefits or owning and controlling a legal entity with no commercial objective, particularly if this is located abroad.
- ✓ Legal entities with structures where there are national trusts or foreign trusts, or non-profit foundations.
- ✓ Legal entities with “off shore entities” or “off shore bank accounts” structures.
- ✓ Non-operational companies under the terms of Law 1955 of 2019 or that due to the development of business can be considered “paper” entities, that is, they do not reasonably fulfill any commercial purpose.
- ✓ Companies declared as fictitious suppliers by the DIAN.
- ✓ Legal entities where the Final Beneficiary is not identified (as this term is defined in Chapter X).

In the analysis of transactions or contracts:

- ✓ Frequently resort to consulting, intermediation contracts and the use of joint ventures.
- ✓ Contracts with Contractors or state entities that give the appearance of legality that do not reflect precise contractual duties and obligations.
- ✓ Contracts with Contractors that provide services to a single client. 4. Unusual losses or gains in contracts with Contractors or state entities or significant changes without commercial justification.
- ✓ Contracts that contain variable remunerations that are not reasonable or that contain payments in cash, in Virtual Assets (as this term is defined in Chapter X), or in kind.
- ✓ Payments to PEPs or people close to the PEPs.
- ✓ Payments to related parties (Associates, Employees, Subordinated Companies, branches, among others) without apparent justification.

The above warning signs will be of an enunciative nature, that is, they will not be the only ones that the organization will consider; In accordance with CE100-000011 of 2021, those presented by virtue of the risk factors identified in the preparation of this TBEP will also be considered.

5.4.8. Conflicts of interest

Conflict of interest refers to those situations in which specific conditions are created so that the personal interests of a Collaborator can supersede the interests, goals or objectives established by ESTILO INGENIERIA S.A.



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To ensure and keep transparency in all the Company's activities, ESTILO INGENIERIA S.A. officials must know and comply with the Business Ethics Policy and its respective Code of Behavior, which includes norms for prevention, management and disclosure of conflicts of interest "TBEP Annex Treatment of conflict of interest" and the criteria and circumstances that must be ensured in the processes of selecting suppliers, clients and linking Collaborators of ESTILO INGENIERIA S.A. With respect to the management of conflicts of interest, company officials without exception will generally follow the following standards of behavior:

- All workers have the duty to avoid commercial, financial or other direct or indirect interests or relationships that conflict with the interests of ESTILO INGENIERIA S.A., or that divide their loyalty to the entity.
- They will proceed in a truthful, dignified, loyal manner and in good faith. They will not intervene in simulated acts or in fraudulent operations or in any other that tends to hide, distort or manipulate the information or reality of the company's clients and/or suppliers to the detriment of these entities, the interests of third parties or the State.
- They will avoid intervening directly or indirectly in improper arrangements in public institutions or organizations, in another entity or between individuals at a national and international level.
- They will avoid unjustifiably delaying the completion of the tasks inherent to the position or those entrusted to them by their superiors, to the detriment of society or the clients of ESTILO INGENIERIA S.A.
- It is considered contrary to the interests of ESTILO INGENIERIA S.A. the omission to act or the failure to provide information, with the purpose of protecting, favoring, harming or injuring a person.
- No official may request privileged information from ESTILO INGENIERIA S.A. and, if due to the position he holds, he is aware on this, he will not be able to use this for his own benefit or for the benefit of third parties.
- The officials of ESTILO INGENIERIA S.A. will refrain from participate, decide or suggest the, in decision operations or services in favor of clients or suppliers of the company with whom they have private businesses.

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- They will refrain from accepting gifts, excessive attention, concessions or preferential treatment from clients or suppliers of ESTILO INGENIERIA S.A.
- No type of economic preference will be granted that is outside the parameters and policies established by ESTILO INGENIERIA S.A. for the different businesses carried out with the company's shareholders, employees, contractors, clients and suppliers.
- Conflicts can arise from any situation that benefits you directly, or from situations that cause a negative impact on ESTILO INGENIERIA S.A.

5.4.8.1. Selection Criteria for the main suppliers of goods and services

The purchase and contracting of goods and services at ESTILO INGENIERIA S.A. is carried out subject to the regulations applicable to commerce. In same manner, this is developed in such a way as to ensure:

- Hire the suppliers that best satisfy the needs of ESTILO INGENIERIA S.A., described in some type of specification or condition, at a rational price and with real commitments to service and failure attention.
- Optimize indirect costs (different from the purchase price) in the management of ESTILO INGENIERIA S.A. suppliers.
- Prevent possible failures of the supplier or the interaction between the supplier and ESTILO INGENIERIA S.A. that cause losses to these entities.
- Establish a relationship with a vision of the future and framed in a win-win position.
- Ensure full monitoring of the supplier's activities, to prevent and avoid problems for ESTILO INGENIERIA S.A. generated by late deliveries, erroneous invoicing, etc.
- Any activity that appears to present a conflict should be avoided or terminated unless, upon notification to the appropriate level of management, it is determined that the activity is not immoral or inappropriate, does not jeopardize integrity, and is not detrimental to the reputation and status of ESTILO INGENIERIA S.A.
- Some situations constituting conflicts of interest may occur in the development of the activities of ESTILO INGENIERIA S.A. for instance:

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Parenthood

- ✓ That the employee linked to ESTILO INGENIERIA S.A. influence in any way the selection and connection process of a candidate with whom this have a relationship as a spouse, permanent partner, family member up to the fourth degree of consanguinity, third degree of affinity and/or first civil relationship.
- ✓ That the employee linked to ESTILO INGENIERIA S.A. influence in any way the contractual negotiation process of services and/or products acquired by ESTILO INGENIERIA S.A. with a third party with whom you are related up to the fourth degree of consanguinity, third degree of affinity, first civil, whether your spouse or permanent partner.
- ✓ That the employee linked to ESTILO INGENIERIA S.A. serves as supervisor or chief director of another worker when there is a relationship between both of them up to the fourth degree of consanguinity, third degree of affinity, first civil, is his or her spouse or permanent partner.

Businesses

- ✓ That the employee linked to ESTILO INGENIERIA S.A. carry out professional activities whether of a work nature or for the provision of services with the direct competence of the organization.
- ✓ That the employee linked to ESTILO INGENIERIA S.A. carry out professional activities whether of a labor nature or for the provision of services with suppliers and/or contractors with whom ESTILO INGENIERIA S.A. intends to carry out any type of negotiation, or is currently executing them.
- ✓ That the employee linked to ESTILO INGENIERIA S.A. develop the same contractual object, and that he is responsible for, within the organization, but with another employer or independently.

Depending on the position

- ✓ That the employee linked to ESTILO INGENIERIA S.A. may influence in any way the assignment of personnel related to the execution of controls and/or monitoring of compliance with the Transparency and Professional Ethics Program and the decision to appoint or assign candidates is motivated by personal benefits.

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- ✓ That the employee has had a direct interest or has acted as a representative, advisor, president, manager, director, member of the Board of Directors or member of a union, union, company, association or social or economic group interested in the matter object of definition.
- ✓ Make use of the time or resources of ESTILO INGENIERIA S.A., for private or personal interests such as browsing the Internet or sending private emails;
- ✓ Make significant use of ESTILO INGENIERIA S.A.'s time, telephones or computer equipment to benefit their private business interests, such as private research to create patents that are not related to the interests of ESTILO INGENIERIA S.A., the management of another business, or investment in markets.
- ✓ Use of your position at ESTILO INGENIERIA S.A., to influence purchasing decisions for your own businesses or the businesses of your family or friends and for ESTILO INGENIERIA S.A. to pay more than if this were from other sources;
- ✓ Influence purchasing decisions to obtain tickets for events, services or goods for personal consumption;
- ✓ Use ESTILO INGENIERIA S.A. resources to achieve promotions in professional organizations or other organizations that are not related to work;

If an officer has a conflict of interest or is involved in a transaction or relationship that could result in a conflict, he or she must report the potential conflict to the Transparency and Business Ethics Program Compliance Officer and the Director of Human Resources immediately via of a writing detailing the case and/or by completing the “*Form for Conflict-of-Interest Report*”. Document that will be sent for study by the Compliance Officer, if the Ethics Committee also exists, these cases will be taken for evaluation and approval.

It is important to mention that everything related to cases and events of Conflict of Interest by employees must have the approval of the Human Resources area and, failing that, the Legal Representative of ESTILO INGENIERIA S.A. This same approval must be updated at least once a year.

Conflicts of Interest related to managers, directors, members of the Board of Directors, representatives and those who act as Managers, must be known by the highest body of social control (Board of Directors / General Assembly of Shareholders), documented by means of certificate, on the treatment and disposition of the novelty.