



# **CODE OF ETHICS AND BUSINESS CONDUCT**

**03 of March 2023**

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## 1 OUR PLEDGE

It is our responsibility, and those who act on our behalf, to maintain a culture of integrity and respect:

- For our employees;
- For national legislation and the countries where we operate;
- For our suppliers, customers and partners;
- For the communities in which we operate;
- For the environment.

## 2 ACT WITH INTEGRITY

We act with honesty and integrity, regardless of when and where we represent BGLOBAL. We treat all people with dignity and respect without discrimination based on age, gender, race, creed, political ideology or sexual orientation.

At BGLOBAL we strive to do what is right. The Company's reputation, the quality of our work environment and the value we create for our colleagues and customers depend on how we perform our activities.

Our Ethics and Conduct Policy reflects the basic expectation that we always act with honesty and integrity in our work.

The Board of Directors supports and promote the company's core operational objective, which is to do the right thing through training, supervision and open lines of communication.

A respectful work environment involves more than complying with the law. At BGLOBAL we are committed to treating all people - customers, business partners and ourselves - with dignity and respect.

We take responsibility for our conduct and speak up when appropriate, listen impartially and remain receptive to the perspectives of others.

## To whom does it apply?

The Code applies to all directors, employees and all those who act on behalf of BGLOBAL, regardless of when and where they carry out their activities or act on behalf of the Company.

## 3 DISCRIMINATION, VIOLENCE AND HARASSMENT

At BGLOBAL, no type of discrimination is acceptable!

We are committed to non-discrimination based on race, gender, age, political, ideological, religious, sexual or any other type of beliefs. At no time will BGLOBAL make decisions centered on these criteria.

We repress and reproach any discriminatory act either with our employees, either with any people with who we are related.

In addition to including in our annual training plan actions aimed to raise awareness about acts of harassment, we invite and encourage all our employees to denounce any discrimination that they are aware of.

Harassment is understood to be unwanted behavior, namely that based on a factor of discrimination, practiced when accessing employment or in employment itself, work or professional training, with the aim or effect of disturbing or embarrassing the person, affecting their dignity, or to create an intimidating, hostile, degrading, humiliating or disruptive environment.

Sexual harassment constitutes unwanted behavior of a sexual nature, whether verbal, non-verbal or physical, with the aim or effect of disturbing or embarrassing the person, affecting their dignity, or creating an intimidating, hostile, degrading, humiliating or destabilizer environment.

## 4 AVOID CONFLICTS OF INTEREST

We avoid situations where our own interests may conflict with the interests of BGLOBAL, including in our personal relationships and activities and in the offer or

acceptance of gifts or entertainment. We use Company resources for business purposes and not for our personal benefit or for purposes unrelated to our business.

We have a responsibility to act in the best interest of BGLOBAL. This responsibility includes avoiding situations where our own interests, as employees or those who operate on our behalf, conflict or appear to conflict with the interests of the Company.

## What is a Conflict of Interest?

A conflict of interest arises when a personal activity or interest interferes with your responsibilities or loyalty to the Company.

Conflicts of interest fall into several categories:

- Misusing Company property or our relationship with the Company for personal benefit;
- Offering or accepting inappropriate gifts and entertainment;
- Engaging in outside work or parallel activities that compete with our business, benefit competition or interfere with the Company's interests.

## Misuse of Company resources

It is important to protect the facilities, systems, equipment, information and ideas that allow us to carry out our activities. Theft, waste and misuse harm us all.

To avoid conflicts of interest, we do not use Company resources for purposes unrelated to our work or serving personal interests.

BGLOBAL resources include:

- Working time
- Work Product
- Information and ideas
- Intellectual property such as trade names, patents, trademarks and copyrights
- Financial assets such as cash, credit cards, Company funds and accounts
- Material goods, such as equipment, buildings and offices
- Computers, software and other technologies
- Information and communication systems

- Company affiliations, contacts and partnerships
- Business opportunities

## Offering and Accepting Gifts and Entertainment

We must never seek to use our role at BGLOBAL or our professional relationships at the Company for personal benefit. For example, we must never seek personal favors or accept inappropriate gifts or other benefits from our business partners. Providing business gifts and entertainment may be an appropriate courtesy to create goodwill between our Company and those with whom we do business. A conflict of interest exists if these courtesies are or appear to be used to influence a business decision or inappropriately benefit the recipient personally.

As a general rule, we do not offer or accept gifts and entertainment unless:

- Appear to be reasonable and customary under the circumstances.
- Have a low intrinsic value;
- Are infrequent;
- Do not suggest inappropriate influence (such as an offer from a supplier you are doing business with).

Furthermore:

- We do not offer or accept gifts of cash or cash equivalents, such as a generic gift card;
- We do not accept entertainment offers, unless they have a valid professional purpose.

## Acceptable offers?

When business partners are involved, consider the following: Could a gift or entertainment appear inappropriate to an outside observer? If yes, refuse.

If you are offered a gift or entertainment that does not meet these guidelines, contact your supervisor.

## 5 PROTECTING INFORMATION

We protect the personal data and confidential information of the people and companies with whom we relate against unauthorized use or disclosure.

### **Information is one of our most valuable assets.**

Each of us is responsible for safeguarding the information that allows us to carry out our activities. We follow the principle of privacy to protect non-public information about the Company, our customers and business partners.

### **We Protect Information.**

In our daily lives, we come across different types of information, including information about our customers, the Company and our business practices. It is important to protect information from unauthorized use or disclosure. We are also legally required to properly process and protect non-public personal information entrusted to us by employees, customers and third parties.

Just as we take precautions to safeguard information in the workplace, we must take care to safeguard it outside of the workplace. We must never discuss confidential or restricted information in places where we can be overheard, and we must never share non-public Company information through social media platforms such as Facebook or Twitter.

### **We Protect Commercial Secrets**

A commercial secret is information that gives its owner a competitive advantage and is not generally known in the industry.

Our business practices and innovative ideas are valuable and directly contribute to our profitability. As such, we protect the Company's commercial secrets. We also protect the commercial secrets that our customers and business partners entrust to us in the course of our joint collaboration. If you disclose a commercial secret to a third party, you and the Company may be liable for the resulting financial loss. Even after the end of the contract with the Company, we must continue to protect trade secrets, and may be liable for any loss or damage.

## Which steps should you take to protect the information?

- Assume that all information in the workplace is confidential unless you know otherwise;
- Do not share information with customers, partners or suppliers unless you have permission to do so;
- Do not provide confidential information to employees if they do not need it;
- If you know or suspect that someone has access to your password, change it immediately;
- Avoid analyzing or discussing confidential or restricted data in places where unauthorized persons can see or hear it;
- Avoid using Internet connections or public computers to access work information;
- Do not use your personal email account to send or receive work-related messages;
- Take precautions to protect information, such as using privacy filters, securing files and storage devices, and locking down your work computer.

## 6 ABIDE THE LAW

We comply with all applicable laws and regulations in the development of our professional activities.

**We work in a highly regulated sector. Regulations exist to protect people and businesses.**

When conducting activities related to BGLOBAL, all those who act on its behalf must understand and comply with any local laws, regulations or operational procedures (including requirements of governmental entities) that impose limits, restrictions or obligations related to the sector of activity and with disclosure about compensation, financial support, donations or gifts that may be provided to government officials or others.



**Corruption of government officials**

Most countries have laws that prohibit making, offering or promising any payment, whether in cash or any other form of value (directly or indirectly) to a government official when the payment is intended to influence an official act or decision to award or retain business.

**Anti-bribery and anti-corruption principles governing interactions with governments and government officials**

All those who act on our behalf, whether individually or through third parties who represent us, must communicate and respect the following principles in relation to their interactions with governments and government officials:

- They may not, directly or indirectly, make, promise or authorize a corrupt payment or provide any value to any government official to induce any governmental act or make a decision to help BGLOBAL obtain or retain business;
- They may not make a payment or offer any item or benefit to a government official, regardless of the amount, as an improper inducement for the government official to approve, reimburse, prescribe, or purchase a product sold by us, or to benefit the BGLOBAL's commercial activities incorrectly.

When conducting activities related to BGLOBAL, all those acting on its behalf must understand and comply with any local laws, regulations or operating procedures (including requirements of government entities) that impose limits, restrictions or disclosure obligations on compensation, financial support, donations or gifts that may be given to government officials.

When conducting activities related to BGLOBAL, all those acting on its behalf are not authorized to offer facilitation payments. A "facilitating payment" is a nominal payment to a government official for the purpose of securing or expediting the performance of a routine, non-discretionary government action. Examples of facilitation payments include payments to expedite the processing of licenses, permits, visas, or others whose documentation is in order.

**What does government official mean?**

The designation "government official" should be interpreted broadly and means:

- (i) any elected or appointed government official (for example, a legislator or a member of a government ministry);
- (ii) any employee or individual acting for or on behalf of a government official, agency or company that performs a governmental function or is owned or controlled by the government (for example, a healthcare professional employed by a public hospital or a responsible for a purchasing center of a state body);
- (iii) any political party official, candidate for public office, employee or individual acting on his or her own behalf or on behalf of a political party or candidate for public office;
- (iv) any employee or individual acting on his or her own behalf or on behalf of a public international organization;
- (v) any member of a royal family or member of the military;
- (vi) any individual otherwise categorized as a government official under law.

**What does government mean?**

"Government" means all levels and subdivisions of governments (ie local, regional or national and administrative, legislative or executive).

**What is a facilitation payment?**

Examples of facilitation payments include payments to expedite the processing of licenses, permits, visas, or others whose documentation is in order.

**7 PROTECT THE ENVIRONMENT**

We defend the environment by seeking solutions with less environmental impact in the environments where we operate

In the development of its activity, BGLOBAL's principle is to maintain an environmentally correct behavior, managing itself according to the principle of

sustainable development. To this end, it undertakes to maintain high standards of environmental performance.

To achieve these objectives and prevent pollution, the company's efforts focus essentially on three vectors:

- **Waste management** - BGLOBAL assumes the commitment that the collection and selective identification of an appropriate final destination are part of the waste management process generated by the company, for the treatment of which only authorized entities will be selected.
- **Energy efficiency** - BGLOBAL seeks to optimize energy use processes, namely in the optimization of operating circuits and in the rational use of electrical energy.
- **Sustainable management of water resources** - BGLOBAL adopts, as a standard of behavior, the reduction of water losses in its daily activities in all its facilities;

## 8 COMPLAINT MECHANISM

If at any time you feel that you have been victim of a behavior that amounts to discrimination or harassment, whether of a sexual or moral nature, you must report it as soon as possible.

Likewise, if you become aware that there has been harassing behavior towards third parties, you must report it as soon as possible.

If you become aware of behavior that constitutes corruption or bribery, you must report it immediately

### How to denounce

The denouncement or report must be as detailed as possible, containing a precise description of the facts likely to substantiate the practice of corruption, bribery or harassment, namely regarding the circumstances, time and place the facts may have occurred, identity of the corruptor or of the victim and the harasser (depending on the case), as well as testimonial and/or documentary evidence, if any.

The denouncement, participation or complaint, if merely verbal, will be reduced to writing by whoever receives it.

The denouncement, participation or complaint regarding situations of harassment at work can be done in the following ways:

- Orally or in writing (preferred) to the direct supervisor;
- Orally or in writing (preferred) to the Human Resources Director;
- Orally or in writing (preferred) to any Board Member or to the Chairman of the Board of Directors;
- Anonymously (for example by letter addressed to the hierarchical manager, to the Chairman of the Board of Directors, to one of the Board Members or to the Human Resources Director). It should be noted that, depending on the situation, it may or may not be possible to take disciplinary or criminal action based on anonymous complaints, although they are always considered.

## Confidentiality and guarantees

Confidentiality is guaranteed in relation to whistleblowers, witnesses and in relation to the complaint, until the deduction of the indictment.

The complainant and the witnesses indicated by him/her may not suffer any type of discrimination or be disciplined, unless they act with proven intent or bad faith.

## Responsibilities and duties of BGLOBAL towards a complaint

Whenever it becomes aware of alleged situations, acts or behaviors that may indicate practices of corruption, bribery or harassment at work, the Board of Directors of BGLOBAL undertakes to investigate the acts that are made known to them, in the most appropriate way for each situation, conferring the right to the contradictory to the alleged perpetrator of the acts.

As it is a crime, under the terms of the law, any type of corruption, bribery or harassment, it is incumbent upon the Board of Directors, or a designated person, to initiate disciplinary proceedings and any steps with a view to criminal prosecution, once the veracity of the reported facts has been verified.