

Transparency and Business Ethics Program NCS S.A.S.

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GLOSSARY

senior executives	They are the natural or legal persons designated in accordance with the bylaws or any other internal provisions of the Legal Entity and Colombian law, as applicable, to manage and direct the Legal Entity, whether they are members of collegiate bodies or individuals considered on their own.
compliance audit	It is the systematic, critical, and periodic review of the proper implementation of the transparency and business ethics program.
Contractor	In the context of a business or international transaction, it refers to any third part that provides services to a Legal Entity or has a contractual legal relationship of any nature with it. Contractors may include, among others, suppliers, intermediaries, agents, distributors, advisors, consultants, and individuals who are parties to collaboration or joint-risk contracts with the Legal Entity.

Corporate Corruption	All conduct aimed at benefiting the company, 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.
conflict of interest	Conflict of interest refers to situations of a moral and economic nature that may prevent an employee or supplier from acting objectively, either because it is particularly convenient for them, personally beneficial, or because their family members are also involved and/or benefited.
Due Diligence	It is the constant and periodic review and evaluation of the legal, accounting, and financial aspects related to a business or international transaction, with the purpose of identifying and assessing corruption risks or transnational bribery risks that may affect a legal entity, its subsidiary companies, and its contractors. For the latter, it is also suggested to conduct a verification of their creditworthiness and reputation.
	Under no circumstances shall the term 'due diligence' refer to the due diligence procedures used in other risk management systems (e.g., anti-money laundering and counter-terrorism financing), whose implementation is governed by different regulations.
Compliance Officer	He is the natural person designated by the board of directors to lead and manage the corruption and transnational bribery risk management system.
Stakeholders	They are any individual, group, or organization that is part of or affected by it, obtaining some benefit or detriment
Foreign Public Official	A foreign public official is any person who holds a legislative, administrative, or judicial position in a state, its political subdivisions or local authorities, or a foreign jurisdiction, regardless of whether the individual has been appointed or elected. It also includes anyone who performs a public function for a state, its political subdivisions or local authorities, or a foreign jurisdiction, whether within a public agency, a state-owned company, or an entity whose decision-making power is subject to the will of the state, its political subdivisions or local authorities, or a foreign jurisdiction. Additionally, any official or agent of an international public organization is considered to hold this status.
Bribery	It is the act of giving, offering, promising, soliciting, 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 whether the offer, promise, or solicitation is for oneself or for a third party, or on behalf of that person or on behalf of a third party.
Transnational Bribery (TB)	It is the act by which a legal entity, through its employees, managers, associates, contractors, or subordinate companies, gives, offers, or promises to a foreign public official, directly or indirectly: (i) sums of money, (ii) items of monetary value, or (iii) any benefit or advantage in exchange for the foreign public official performing, omitting, or delaying any act related to their functions and in relation to an international business or transaction.

Compliance Policies	They are the general policies adopted by the company to conduct its business and operations in an ethical, transparent, and honest manner, and to be capable of identifying, detecting, preventing, and mitigating corruption risks or transnational bribery risks.
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Objective

In accordance with the provisions of Law 1778 of February 2, 2016, "Which establishes norms on the responsibility of legal entities for acts of transnational corruption and other provisions in the fight against corruption," and in line with the requirements set forth by External Circular No. 100-000011 of August 9, 2021, from the Superintendence of Companies, THE ORGANIZATION is obligated to implement the Transparency and Business Ethics Program (hereinafter PTEE) with the objective of preventing, detecting, correcting, and mitigating the risks of corruption and transnational bribery. This includes policies, processes, procedures, methodologies, and controls aimed at preventing THE ORGANIZATION, through its partners, directors, and employees, from engaging in acts of corruption and/or transnational bribery in the course of its business activities with private entities and/or national and international state agents where commercial operations are conducted.

THE ORGANIZATION's policies are based on strict and mandatory compliance with anti-corruption and antifraud regulations, through a risk management system and a corporate governance structure that fosters trust among partners, executives, employees, clients, suppliers, and other personnel associated with or related to THE ORGANIZATION, shielding THE ORGANIZATION from practices or acts such as corruption and transnational bribery.

The implementation of these policies will be the responsibility of the legal representative and the compliance officer, who have, in turn, presented this manual to the board of directors for approval.

Accordingly, everyone linked to THE ORGANIZATION by any means is responsible for the correct and appropriate application of the PTEE and has the full support of senior management to act in accordance with the principles declared in this manual.

SCOPE

The PTEE covers the development of policies, procedures, and control mechanisms that allow for the identification, detection, prevention, management, and mitigation of corruption risks and/or transnational bribery risks, from understanding the counterpart, and the relationship of these with our partners, directors, and employees.

INTERNAL CONTEXT

THE ORGANIZATION is one of the leading fashion companies in Colombia. We have a well-established national reputation, as our rapid growth and commercial positioning, operational capacity, and job creation have contributed to the economic development of the textile industry in recent years. The headquarters, located in the city of Santiago de Cali, Colombia, houses THE ORGANIZATION's design and operations center.

Our mision

A high-performance team dedicated to making QUEST a leading national brand with international participation, based on being the brand with the best perceived value in Colombia, in line with the latest fashion trends. Our goal is to meet our customers' needs by creating a memorable experience. We strive for continuous innovation within the defined quality standards for our products, effectiveness in our value chain, and the well-being and development of our human talent, suppliers, and shareholders, aiming to be a profitable, competitive company that endures over time, thus contributing to the economic and social development of our surroundings.

Our Vision

To be a universal fashion brand capable of instilling pride in those who wear us, with a differentiated proposition that promotes individuality, generates trust and loyalty among people, where passion, freedom, and diversity are our benchmarks

Values

- Integrity
- Results-Oriented
- Teamwork
- Customer service

PRINCIPLES OF TRANSPARENCY

The Shareholders and the Legal Representative of NCS S.A.S will not use their executives and collaborators to GIVE, OFFER, OR PROMISE any type of payment, bonus, or commission to a public official in order for the official to PERFORM, DELAY, or OMIT any act related to the exercise of their functions for the benefit of THE ORGANIZATION's operations.

1. The SHAREHOLDERS, LEGAL REPRESENTATIVE, EXECUTIVES, and COLLABORATORS OF NCS S.A.S will base their actions on the principles of ETHICS and TRANSPARENCY, and will avoid any conflict of interest that may affect THE ORGANIZATION's interests.

1. The commitments framing the Transparency and Business Ethics Program (PTEE) are as follows:

2. The commitment of senior management to the prevention of corruption and transnational bribery risks.
3. The periodic evaluation of risks related to corruption and transnational bribery.
4. The creation of this document, which outlines the policies and procedures of the PTEE.
5. The appointment of a compliance officer, who will be responsible for administering the program according to the responsibilities established by regulations.
6. The application of due diligence procedures to objectively document findings that compromise THE ORGANIZATION's interests.
7. The control and supervision of compliance policies and the PTEE.
8. The publication, dissemination, and training on the policies and procedures established in the PTEE.
9. The establishment of reporting channels to report violations of the PTEE anonymously and confidentially.
10. The implementation of a disciplinary scheme to determine internal sanctions for those involved in acts of corruption and transnational bribery.

COMMITMENT OF THE BOARD OF DIRECTORS

The growth strategy of THE ORGANIZATION, along with compliance with national and international regulations against corruption and transnational bribery, requires us to adopt and implement this Transparency and Business Ethics Program. This program aims to ensure that all administrators, partners, employees, contractors, and stakeholders act diligently in managing and preventing the risks of corruption and transnational bribery that may arise in the course of THE ORGANIZATION's economic activities, conducting business in an ethical, transparent, and honest manner.

This program, the compliance policy, and other applicable procedures are designed to ensure THE ORGANIZATION's sustainability by mitigating the risk of transnational bribery and corruption, protecting it from any situation associated with these risks that could affect its reputation nationally and internationally.

We understand that the global environment and interactions with public officials, both national and international, present significant challenges in terms of transparency and ethics.

At THE ORGANIZATION, we are committed to maintaining our operations under the principles of transparency, respecting national and international regulations, and thereby upholding the rights of our partners, clients, executives, employees, suppliers, and other stakeholders.

At THE ORGANIZATION, we do not tolerate any actions that undermine our economic interests, the global economy, or the social fabric.

RESPONSABILITY

Administrative Responsibility of Legal Entities: Legal entities that, through one or more of their (i) employees, (ii) contractors, (iii) administrators, or (iv) associates, whether from the entity itself or any of its subordinate legal entities, give, offer, or promise, directly or indirectly, to a foreign public official: (i) sums of money, (ii) any item of monetary value, or (iii) any other benefit or advantage, in exchange for the foreign public official performing, omitting, or delaying any act related to the exercise of their functions and in relation to an international business or transaction. Such entities will be subject to administrative sanctions as established by this law, without prejudice to any criminal liability that may apply to the legal representative of the legal entity.

In accordance with Law 1778 of 2016, External Circular No. 100-000011 of August 9, 2021, and other applicable regulations, THE ORGANIZATION documents the responsibilities related to compliance, both to corporate governance and to its administrators, senior management, and employees.

Responsibilities of the Board of Directors

The board of directors of THE ORGANIZATION, through the advisory board, establishes and defines the compliance policies, which includes directives regarding the design, structuring, implementation, execution, and verification of actions aimed at the effective prevention and mitigation of any practices related to corruption or transnational bribery, not only within THE ORGANIZATION but also in its subordinate companies, if applicable.

In accordance with the above, the board of directors, through the advisory board, is committed to carrying out the following actions:

1. Issuing and defining the Compliance Policy.
2. Defining the profile of the compliance officer in accordance with the compliance policy, without prejudice to the provisions of Chapter XIII of the Legal Basic Circular of the Superintendence of Companies.
3. Appointing the compliance officer.
4. Determining the incompatibilities and disqualifications of the compliance officer.
5. Defining the specific functions assigned to the compliance officer, in addition to those established in Chapter XIII of the Legal Basic Circular of the Superintendence of Companies.
6. Approving the document that includes the PTEE.
7. Committing to the prevention of corruption and transnational bribery risks, ensuring that THE ORGANIZATION can conduct its business in an ethical, transparent, and honest manner.
8. Determining the management of conflicts of interest.
9. Ensuring the provision of the financial, human, and technological resources required by the compliance officer to fulfill their duties.
10. Ordering the appropriate actions against partners with executive and administrative functions in THE ORGANIZATION, employees, and administrators, if any of them violate the provisions of the PTEE.
11. Lead a communication and training strategy to ensure the effective dissemination and understanding of the compliance policies and the PTEE to employees, partners, contractors (according to risk factors and risk matrix), and other identified stakeholders.

Legal Representative and Executive Team

The legal representative is obligated to carry out the following actions:

The legal representative is obligated to:

- Present, along with the compliance officer, the PTEE proposal to the board of directors for approval.
- Ensure that the PTEE is aligned with the compliance policies adopted by the board of directors.
- Promote and maintain ethical conduct and legal compliance, where improper behavior is not tolerated.
- Promote compliance with the program and allocate the necessary resources to implement compliance.
- Review the reports issued by the compliance officer and ensure the implementation of their recommendations.
- Certify to the Superintendence of Companies the compliance with the provisions of Chapter XIII of the Legal Basic Circular when required by the Superintendence.
- Ensure the provision of the financial, human, and technological resources needed by the compliance officer to perform their duties.
- Order investigations into violations of the Transparency and Business Ethics Program.
- Ensure that activities resulting from the development of the PTEE are properly documented, so that the information meets criteria of integrity, reliability, availability, compliance, effectiveness, efficiency, and confidentiality.
- Ensure that reports are made to the competent authority regarding behaviors or violations that are specified by law. - Ensure due processes are followed in cases of reported violations.
- Protect and safeguard THE ORGANIZATION's commercial and industrial confidentiality. - Refrain from misusing privileged information.
- Provide equitable treatment to all partners and respect their right to inspect.
- Refrain from participating, directly or indirectly, personally or through an intermediary, in activities that compete with THE ORGANIZATION or in acts involving a conflict of interest, unless expressly authorized by the board of directors. In such cases, the administrator will provide the board of directors with all relevant information for decision-making. The administrator involved in or related to competitive activities or conflicts of interest will be excluded from voting on the matter, if they are a board member. In any case, board authorization will only be granted if the act does not harm the company's interests.
- Suspend any direct or indirect involvement in activities and decisions related to potential conflicts of interest.
- Report any conflict that jeopardizes the company's interests.

Employees

It is the responsibility of all employees to:

1. Comply with the policies, procedures, manuals, and/or instructions related to the prevention of CO/ST risks.
2. Participate in training and educational processes as required.
3. Refrain from authorizing, motivating, approving, participating in, or tolerating violations of the PTEE.
4. Report any violations of this program through the ethical channels provided by THE ORGANIZATION.
5. Refrain from retaliating, directly or indirectly, or encouraging others to do so, against any employee for reporting a suspected violation of this program.

Responsibility of Employees Exposed to C/ST Risks, According to the Critical Positions Matrix

- They must comply with the responsibilities mentioned in the previous section.
- They must thoroughly understand the procedures established by THE ORGANIZATION for conducting due diligence on the counterparties they interact with.
- They must participate in the training and educational processes as required.
- They must perform due diligence when engaging with counterparties, using the established means and/or platforms for this purpose.
- They must report any alerts, inconsistencies, or findings to the compliance officer that could pose a C/ST risk. - They must safeguard the information obtained from the due diligence process.

Compliance Officer

The person designated by the board of directors to lead and manage the PTEE, who also assumes responsibilities related to the comprehensive risk self-management system for Money Laundering and Terrorism Financing (SAGRILAFI).

The compliance officer will have the following responsibilities:

1. Present the PTEE proposal to the board of directors for approval, along with the legal representative.
2. Provide reports to the board of directors at least once a year. The reports should include an evaluation and analysis of the efficiency and effectiveness of the PTEE, and, if necessary, propose improvements.
3. Demonstrate the results of their management and the general administration of THE ORGANIZATION in compliance with the PTEE.
4. Lead the structuring of the PTEE and the updating of policies based on THE ORGANIZATION's specific characteristics and the identification of risk sources.
5. Coordinate training for the dissemination of the policies.
6. Evaluate risks related to transnational bribery by implementing assessment, prevention, and mitigation methodologies for risk factors inherent to transnational bribery activities (country risk, economic sector, third parties).
7. Present any reports received about violations of the policy and anti-corruption regulations to the legal representative.
8. Implement preventive measures ordered by the board of directors and/or legal representative.
9. Address and coordinate any internal requests, inquiries, or reports about possible violations of the business ethics and anti-corruption policy.
10. Ensure the implementation of appropriate channels to allow anyone to report, confidentially and securely, any violations of the PTEE and potential suspicious activities related to corruption.
11. Order the initiation of internal investigation procedures when there is suspicion of a PTEE violation.
12. Diligently oversee the compliance with established policies for managing conflicts of interest within the Company and its related parties.
13. Establish internal investigation procedures within THE ORGANIZATION to detect violations of the PTEE and acts of corruption.
14. Ensure that the PTEE is aligned with the Compliance Policies adopted by the board of directors.
15. Verify the proper application of the whistleblower protection policy established by THE ORGANIZATION and, with respect to employees, the workplace harassment prevention policy in accordance with the law.
16. Define, adopt, and monitor actions and tools for detecting C/ST Risk, in accordance with the compliance policy to prevent C/ST risk and the risk matrix.
17. Analyze conflicts of interest, assess their existence, and present proposals for their management according to established policies.
18. Coordinate the development of internal training programs.
19. Ensure the proper filing of documentation and other information related to the management and prevention of C/ST risk.
20. Design methodologies for the classification, identification, measurement, and control of C/ST risk that will be part of this document.
21. Evaluate compliance with the PTEE and the C/ST risk to which THE ORGANIZATION is exposed.

Incompatibilities and Disqualifications of the Compliance Officer

The following situations will be considered as disqualifications or incompatibilities that prevent the chief or deputy compliance officer (if applicable) from performing their duties with full independence. Therefore, a person cannot be appointed as a compliance officer if they:

- Have relatives up to the third degree of consanguinity, second degree of affinity, or first degree of civil relationship with known connections to activities or operations related to money laundering, terrorism financing, or the financing of the proliferation of weapons of mass destruction.
- Belong to the administration or social organs, internal or external audit or control bodies (statutory auditor or affiliated with the auditing firm performing this function, if applicable), or anyone performing similar functions or serving in such capacities within THE ORGANIZATION.
- Hold managerial or executive positions in areas responsible for engaging with and making payments to counterparties.
- Employees who, although at the appropriate hierarchical level to be a compliance officer, engage in commercial activities.
- Not be a resident in Colombia.
- Have criminal, disciplinary, or related records with ML/TF/WMD proliferation activities, or crimes against public administration and economic heritage.
- Have sanctions from any authority or control entity.
- Be an owner, shareholder, or partner in companies that are clients or suppliers of THE ORGANIZATION.
- Hold management or control positions in companies that are clients or suppliers of THE ORGANIZATION.
- Any other disqualifications determined by the board of directors.

Conflict of Interest

THE ORGANIZATION discloses that, in conducting business, we ensure that decisions and business judgments are objective and free from undue personal interests. Our commitment is to always act in the best interest of THE ORGANIZATION and to avoid or disclose situations that present a real or perceived conflict between personal interests and the interests of THE ORGANIZATION. Additionally, in line with the conflict of interest policy, we have a compliance manual that outlines the anti-corruption policy. It should be noted that in Colombia, bribery and corruption are classified as predicate offenses for money laundering, among others, which is why this manual reinforces the obligation to comply with THE ORGANIZATION's global policies.

When the chief compliance officer, due to their other functions, needs to approve an extraordinary operation that falls under the same SAGRILAFT procedures, they must immediately inform the legal representative and the board of directors, who will grant approval.

The chief compliance officer must refrain from participating in decisions or activities involving the engagement of clients, shareholders, partners, suppliers, contractors, employees, and other counterparties when they involve relatives or personal interests in any business or project with THE ORGANIZATION.

Individual Responsibility

Compliance with the PTEE is mandatory, and it is the duty of all employees, representatives, those in management and administrative roles, and senior executives of THE ORGANIZATION to fully comply with it. All direct or indirect employees must ensure transparent management in their respective areas and throughout THE ORGANIZATION in general.

Any employee who becomes aware of any act of corruption, fraud, and/or bribery must immediately report it to the chief compliance officer, their direct supervisor, or through the reporting channel. If the report is made to the direct supervisor, they must report it to the chief compliance officer within the next 48 business hours (see Reporting Mechanisms).

General Considerations for Prevention

- Any employees, suppliers, clients, or third parties who present any conflict of interest must document it through the channels provided by THE ORGANIZATION, in accordance with the policy outlined in this manual.
- All contracts or agreements entered into with critical contractors must include clauses, declarations, or guarantees regarding anti-bribery and anti-corruption conduct. Additionally, they must include the right to terminate the contract in the event of a violation of this program or any applicable anti-corruption laws or regulations. The responsible negotiator must ensure that these clauses are included before the contract or agreement is signed. If they are not present, they should be requested from the appropriate department.
- Bribery, also known as bribery, kickback, or sweetener, involves bribing an authority or public official (national or international) by offering a benefit in exchange for performing or omitting an act related to their position. In THE ORGANIZATION, no employee or representative, whether direct or indirect, may receive or provide payments in cash or any other commercially convertible instrument (such as vouchers, checks, virtual currency), extravagant gifts, luxurious items, bribes, or high-value items in exchange for obtaining, doing, or refraining from doing something to benefit a third party, to achieve an agreement, payment, credit, income, concealment, fraud, opacity, or provision of information or purchase-sale of goods in a transaction benefiting a client, supplier, or collaborator related to the company.

Policies Related to Gifts / Courtesies / Donations

In compliance with External Circular No. 100-000011 of August 9, 2021, numeral 5.1.1.1, THE ORGANIZATION establishes the following principles regarding gifts, courtesies, and donations, with the aim of mitigating the risk of corruption and transnational bribery.

Generals:

- THE ORGANIZATION may relate, participate in, and/or interact transparently with all political parties in order to effectively present its positions on matters and topics of interest.
- THE ORGANIZATION may also engage with trade associations, unions, environmental organizations, and similar associations to develop its activities, establish mutually beneficial forms of cooperation, and present its positions.
- The presentation of specific positions of THE ORGANIZATION to political parties and/or associations requires the approval of the board of directors.
- All executives, employees, and representatives of THE ORGANIZATION are prohibited from giving/promising, receiving/accepting, directly or indirectly, any form of compensation, gifts,

economic advantages, or any other benefit from or for a public or private party and/or entity represented directly or indirectly by that party (including through relatives) that exceeds a modest value and reasonable courtesy limits; or that could be perceived as intended to improperly influence the relationships between THE ORGANIZATION and the aforementioned party and/or entity represented directly or indirectly by that party, regardless of whether the purpose is, exclusively or otherwise, in the interest and for the benefit of THE ORGANIZATION.

Policy on Gifts/Bribes to Third Parties, Expenses for Gifts, Travel, and Entertainment for Clients/Providers/Public Officials or National or Foreign Public Servants

- Employees must not solicit, accept, offer, or provide gifts, entertainment, hospitality, travel, or sponsorships with the intent to induce, support, or reward irregular conduct related to obtaining any business involving the ORGANIZATION. Travel offered by suppliers to ORGANIZATION officials for the purpose of visiting their facilities must be pre-approved by the legal representative via email, with a copy to the compliance officer, who will validate the information and retain the approval documentation.
- Gifts, entertainment expenses, or other courtesies for the benefit of a private official or public servant are not permitted, even if they are a common practice in a given country.
- Facilitation payments (payments made to an official or business person to expedite a process) are prohibited.
- On the other hand, payments to suppliers, contractors, etc., should be made according to what is agreed upon in the contract or agreement; no additional money should be given.
- If considering giving a courtesy to clients and/or suppliers, it must be pre-approved by the legal representative, and must be recorded and detailed in the ORGANIZATION's records and accounting, strictly adhering to the policies and procedures of the ORGANIZATION.
- When a supplier or contractor gives a courtesy to an ORGANIZATION official, whether received at the ORGANIZATION's facilities or elsewhere, the courtesy must be delivered to the ORGANIZATION to be used for internal activities such as raffles, awards, or employee wellness events (e.g., International Women's Day, Health Week, Year-End Party). However, if the courtesy is perishable, it should be shared with the team or department as follows: a) If the courtesy is given to a department manager, it should be shared or raffled among their peers. b) If the courtesy is given to a department director, it should be shared or raffled within their team. When the recipient of the courtesy is a manager or department director, they must record it on the ORGANIZATION's designated platform, indicating at a minimum the date received, the name or business name of the supplier or contractor, the type of courtesy, and its disposition (whether given to the ORGANIZATION or shared/raffled among peers or the team). If the recipient is not a manager or department director, they must hand the courtesy to their immediate supervisor to ensure compliance with the procedure described above. If the courtesy is delivered to the ORGANIZATION, the Human Resources department must decide on its allocation and record it on the designated platform. In any

case, the employee must inform the supplier or contractor that the courtesy should be sent to the ORGANIZATION's main address. Courtesies outside of this provision require prior approval from the legal representative and must be aimed at a common benefit rather than personal gain.

- All received courtesies must be recorded on the SHARE POINT site, which are subject to verification by the ORGANIZATION's control departments.

Representation Expenses

1. Representation expenses, previously justified to the legal representative, are permitted as long as they are directly related to the normal course of operations. These expenses must be recorded and detailed in the ORGANIZATION's records and accounting, strictly adhering to the policies and procedures established by the ORGANIZATION.
2. For the ORGANIZATION, it is important to communicate its stance on good corporate governance practices concerning its relationships with stakeholders. Therefore, it acknowledges that to conduct negotiations with these stakeholders and achieve the objectives of its corporate, competitive, and operational strategy, it is not necessary to make donations, offer lavish gifts, or engage in any other practice intended to irregularly influence the counterpart's judgment or decision in the negotiation. Consequently, it is prohibited for executives and employees who have direct involvement in or approve negotiations with counterparts to resort to such practices to attract or maintain business negotiations with the counterpart.
3. Similarly, the ORGANIZATION understands that its internal regulations and those issued by the National Government that govern the ORGANIZATION must not fall below the standards of commercial policies and procedures. Therefore, executives and employees of the ORGANIZATION are encouraged to understand and adhere to these regulations and to report any irregularities that may affect the transparency and ethics of business practices.

Monetary donations

1. The maximum limits for monetary donations or their equivalent in kind will be defined and approved by the Board of Directors through their minutes.
2. All donations must comply with the provisions of Article 125-1 of the Tax Statute, regardless of whether they are eligible for tax benefits.
3. Donations to political parties will only be granted to those that are properly constituted, and no donations will be made to individual politicians (natural persons) belonging to such parties. Such donations must be approved by the Board of Directors through the minutes.
4. Any entity receiving monetary donations must complete and sign the "Declaration of Funds – Monetary Donations or its Equivalent" form (annex) and undergo verification against restrictive lists, along with the documentation required by the Organization for compliance with the mechanisms for controlling the involvement of counterparties.

5. Formally reject any request for additional personal benefits beyond what is legally established in exchange for a donation or particular benefit.

Compliance Policies

1. For any of the acts mentioned, the recipient of the gift/donation/courtesy must first complete the “Declaration of Conflicts of Interest” form (attached). This document is controlled by the compliance officer, who will assess any potential conflicts of interest that could pose risks of bribery/corruption. Based on the analysis, the risk will be evaluated, and the treatment will be documented so that the board of directors can take the appropriate actions.
2. All recipients (suppliers, clients, third parties) of gifts/donations/courtesies will be prescreened against restrictive lists. If any processes related to money laundering offenses, bribery, and/or corruption are found, the compliance officer will conduct an enhanced due diligence and present the analysis of the transaction’s viability to the board of directors.

Policy on Bonuses/Commissions to Employees

THE ORGANIZATION, as part of its policies, provides employees with bonuses and commissions for the following reasons:

- Commissions for meeting and exceeding the sales budget
- Sodexo bonuses for meeting the sales budget
- Commissions for debt collection
- Bonus for taking on additional responsibilities and supporting other roles
- Bonus for store format
- Bonus of mere liberality for solidarity
- Meal allowance
- Annual bonus based on the company’s performance
- Small gifts related to wellness activities
- Year-end gift for employees and their children, within age limits

List of Luxurious Gifts Not Permitted in Any Form (Reception or Delivery)

An extravagant or luxurious gift is characterized by being lavish, costly, or excessive in its value and elegance. This type of gift tends to be quite ostentatious and may be considered unusual or inappropriate for the corporate context, as it can lead to negative influence in the business environment, especially when negotiations involve state entities where public officials are involved.

Some examples of extravagant or luxurious gifts include the following:

- Alcoholic beverages costing more than half a minimum monthly legal wage.
- Jewelry made from precious metals and/or stones.
- Trips (plane tickets/accommodation) for the employee and/or their family. - Club memberships or entries.

In the case of receiving luxurious gifts, the “Luxurious Gifts Receipt Form” (attached) must be completed, and it must be approved by the legal representative.

The Organization acknowledges that, in commercial practice, some of its suppliers, clients, and third parties with business relationships with The Organization may give gifts during the end-of-year season to the people with whom they do business and maintain commercial or service relationships. These gifts should be given on a justified occasion, as a gesture of courtesy or protocol in a transparent environment, meaning they do not constitute a commitment for the recipient, nor do they grant preferential treatment to the giver, such as awarding contracts, better prices, or more favorable negotiation terms.

Guidelines for the Use of Corporate Email

The following guidelines on cybersecurity are established to raise awareness among employees about the proper use of email:

1. All use of email must comply with LA ORGANIZATION's policies on ethical conduct and data security.
2. All use of email should align with appropriate business practices and be relevant to job functions.
3. Company email addresses or systems must not be used to create, distribute, or access any offensive or illegal material, including, but not limited to, material with offensive comments about gender, race, age, sexual orientation, or religious beliefs.
4. Any offensive material received via email must be reported to the IT and Human Resources Departments without delay.
5. If an email is sent that is deemed inappropriate according to the cybersecurity guidelines, the employee, and not THE ORGANIZATION, will be responsible for any damage or claims arising from the sending of an inappropriate email.
6. Individual email addresses forwarded to non-company email addresses should not contain any sensitive or confidential information.
7. The creation or forwarding of chain emails or joke letters from company email addresses or systems is prohibited.
8. THE ORGANIZATION may monitor and record all emails received and sent from companyowned email addresses or systems.
9. THE ORGANIZATION does not necessarily monitor all email activity and its servers but reserves the right to do so.

Appropriate and Inappropriate Use of Corporate Email

Appropriate Use	Inappropriate Use
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It may be used for private purposes if it is for personal or domestic reasons that are not abusive and do not compromise the security of the organization's information systems or the normal performance of the employee's assigned duties.	Registering on illegal, unreliable, poorly-reputed, or suspicious websites and services.
Employees who are responsible for managing generic email accounts associated with specific procedures must not use them for personal purposes under any circumstances, nor should they share these addresses for personal reasons.	Sending unauthorized marketing content or solicitation emails
Carefully analyze email attachments from unknown senders before opening them. If there are doubts about their authenticity, do not download or open the file.	Registering for the services of a competitor unless authorized.
The subject should be consistent with the content of the email.	Sending insulting or discriminatory messages and content
Use courteous and professional language	Share sexist, racist, or any other offensive or defamatory material
Send and share information that is directly related to your role, as long as it is not considered confidential.	Intentionally send emails from other individuals, including colleagues, without the prior approval of the involved person.
	Share content protected by copyright
	Influencing a national and/or international public official to breach their duties for the benefit of the organizations operations
	Sharing THE ORGANIZATION policies and procedures with third parties.
	Sharing information and/or methodology regarding the organization risk analyses and decisions related to the onboarding of its counterparties and/or negotiations it undertakes.

DISCLOSURE AND COMMUNICATION

The policies will be communicated to executives and employees through the available mechanisms for this purpose.

Executives and employees will be trained on the management of corruption and/or bribery risk; annual training will be provided, and new employees will receive induction on the PTEE as part of the induction and training plan.

The PTEE policy will be published on THE ORGANIZATION website at www.quest.com.co.

Additionally, it should be shared with our clients and/or suppliers or third parties with whom we engage in high-criticality business due to their jurisdiction, business purpose, product/service, such as businesses with public sector companies, foreign companies, or companies located in highrisk jurisdictions, among others.

Whistleblowing Mechanism

As part of the prevention mechanisms, **[THE ORGANIZATION]** currently has whistleblowing channels through which our executives, employees, and other stakeholders can report pertinent notifications regarding ethical issues that reveal acts of corruption and bribery by our executives, employees, and/or stakeholders.

- Email managed by the Compliance Officer: oficial.cumplimiento@quest.com.co
- Website, where you can find the whistleblowing link under the “Corporate Governance” section: www.quest.com.co
- Ethical lines: 018000189899 Ext3809 o Ext.3810

Whistleblower Protection Policy

THE ORGANIZATION commits to:

- The whistleblowing channels adhere to the principle of anonymity.
- All reports will be documented and analyzed by the Compliance Officer, who operates independently and reports directly to THE ORGANIZATION Board of Directors.
- Every report will be investigated; the information provided and evidence will be kept strictly confidential.
- Ensuring zero retaliation against those who report acts of corruption and transnational bribery that affect the interests of THE ORGANIZATION or its related parties.

The whistleblower is required to consider the following:

- **Anonymous Reports:** Reports can be made anonymously. If the whistleblower wishes to provide contact information, we can send confirmation of the due diligence performed and any actions taken.
- **Attach Relevant Information:** Please attach all relevant information (videos, audios, documents) that is factual and reliable, which will allow the compliance officer to conduct effective due diligence.
- **Misuse of Information:** Employees providing information with the intention of harming the reputation of a colleague, supervisor, or THE ORGANIZATION will not be considered. If the

origin of the report is identified, disciplinary actions will be taken in accordance with the Internal Work Regulations.

Conflict of Interest

A conflict of interest arises when the private interests of a stakeholder (shareholder, executive, employee, client, supplier) or their close relatives, friends, or business contacts differ from those of the ORGANIZATION.

To maintain transparent relationships with our stakeholders, the ORGANIZATION establishes the methodology for addressing conflicts of interest.

Types of Conflicts of Interest

Potential: These are situations that may arise for an administrator, executive, or employee due to their job functions and personal or professional conditions. Eventually, a decision they need to make could affect their personal and professional interests differently.

Example: An employee of the ORGANIZATION responsible for procurement has a relative (spouse, parents, siblings) who owns a stationery business that could be a potential supplier for the ORGANIZATION.

Actual: These are effective conflict situations that materialize because there is a dilemma affecting the objectivity or transparency of the decision made by the administrator, executive, or employee.

Example:

An employee of the ORGANIZATION, who has responsibilities in the procurement area, has a relative (spouse, parents, siblings) who owns a stationery business and is a supplier to the ORGANIZATION.

Mitigation of Conflicts of Interest

Administrators, executives, and employees will abstain from or resign from discussing, voting, or participating in any decisionmaking process or activity where a conflict of interest exists or may arise. To this end, the legal representative and the compliance officer, after a prior review of the conflicts of interest, will be responsible for recommending to the board of directors the most effective way to mitigate them, taking into account the principles of compliance, benefits to the organization, and the maintenance of good business practices in accordance with the following mitigating measures:

- **Avoid – Not Permitted:** The conflict of interest or potential conflict of interest can be avoided, for example, by resigning from holding a position in a competing business or selling any stake held in a supplier.
- **Manage:** The conflict of interest is accepted and must be managed according to the policies established by the board of directors. For example, a supplier X, who is a relative of an executive in the company, is accepted. However, as a

policy, the executive must abstain from the conflict in all respects and implement monitoring controls to ensure that the executive has no involvement.

- **Recuse:** It may be appropriate for the person subject to a conflict of interest to refrain from participating in a decision that could be affected by the conflict. For example, when a relative of an administrator, executive, or employee applies for a job at the organization, measures might be taken to ensure that the administrator, executive, or employee does not participate in or influence the hiring decision regarding the relative.
- **Reject:** Rejecting the circumstance that generates the conflict of interest will effectively eliminate the conflict of interest.

Types of Conflicts of Interest in a Legal Representative (Administrator)

According to the Commercial Code, conflicts of interest between an administrator and a shareholder can arise in various situations, including self-contracting, administrators' participation in determining their own compensation, improper use of insider information, and administrators' competition.

Furthermore, administrators owe loyalty to the company they serve as representatives, in this case, to THE ORGANIZATION. The duty of loyalty requires administrators to prioritize the company's interests over their personal interests.

The duty of loyalty is breached when, in the case of conflicting interests, the administrator conducts an operation prioritizing their own interest or that of an associated third party over the company's interest or when they carry out the operation without obtaining the authorization required by Article 23 of Law 222 of 1995. It should be noted that even if the general assembly of shareholders authorizes the operation, if it causes harm to the company, the administrator should refrain from carrying it out.

In this regard, and with the aim of outlining the duties of administrators related to mitigating conflicts of interest, according to Article 23 of Law 222 of 1995, the administrator of THE ORGANIZATION must:

- Refrain from misusing insider information.
- Abstain from participating, either personally or through an intermediary, in activities that involve competition with the company, either for personal or third-party interests.
- Refrain from participating in actions where there is a conflict of interest, unless there is an express authorization from the general assembly of shareholders.

In the event of a conflict of interest, the administrator must either request a call for or directly convene the general assembly of shareholders, specifying in the agenda the request for authorization for the activity that represents the conflict. During the meeting, the administrator must provide all relevant information for decision-making and must exclude their vote in the decision if they are a shareholder.

It should be noted that authorization must be prior and explicit and cannot be granted if the act harms the interests of the company. Therefore, when granting authorization, objective criteria must be considered.

In case of non-compliance, the consequences will be determined in accordance with what is established in Law 222 of 1995 and other relevant regulations.

Conflict of Interest Procedure

The following procedure outlines the types of conflicts of interest that must be reported by our related parties (employees, suppliers, clients, third parties) for analysis and due diligence.

Additionally, it describes how these conflicts will be handled by LA ORGANIZACIÓN's Corporate Governance and the principles under which our risk mitigation policy operates.

The following situations must be reported using the “Conflict of Interest Declaration” form:

1. Employees with relatives up to the second degree of consanguinity and the first degree of affinity who are politically exposed persons (PEPs).
2. Employees who, directly or through their relatives up to the second degree of consanguinity and the first degree of affinity, are connected with THE ORGANIZATION as suppliers of goods/services or could potentially become suppliers due to the nature of their business.
3. Employees who have direct participation and/or through relatives up to the second degree of consanguinity and the first degree of affinity in shareholder meetings and/or boards of directors of companies with a similar business purpose to THE ORGANIZATION.
4. When suppliers, clients, or employees have relatives employed as THE ORGANIZATION.
5. When there is a debtor and/or creditor relationship with a supplier, contractor, and/or employee of THE ORGANIZATION.
6. Employees who have relatives within government entities with which THE ORGANIZATION has a relationship (DIAN, DAGMA, Superintendence of Companies, Superintendence of Industry and Commerce, Attorney General's Office, mayors and/or governors, and any other national, territorial, or local authority).
7. Or any real or potential conflict of interest that must be reported and could affect the interests of THE ORGANIZATION.

Below are the stages for managing conflicts of interest within THE ORGANIZATION:

Stages	Actions
1	Executives, employees, clients, suppliers, and third parties must declare their conflicts of interest (real and/or potential) using the "Conflict of Interest Declaration" form (attached), which is available on the website.
2	<ul style="list-style-type: none"> • The compliance officer collects and tabulates the declarations and presents a proposed treatment plan to the legal representative, considering the associated risks. • The legal representative reviews and presents the proposed treatment plans to the board of directors, taking into account mitigation criteria.
3	The board of directors analyzes the conflicts, accepts or rejects the proposed treatment plan for the conflicts of interest, and suggests criteria for management and control.
4	The legal representative communicates the decisions made to the executives and employees.
5	The compliance officer monitors the decisions made for managing conflicts of interest and presents periodic reports on compliance.
6	Conflicts of interest may be audited by the audit department to evaluate compliance with the controls established for their management.

Principles for Mitigating Conflicts of Interest

- a. All decisions and actions taken regarding the acceptance of conflicts of interest will be governed by the best interest of THE ORGANIZATION.
- b. The declaration of conflicts of interest must be submitted annually by all employees. If an employee has a new conflict of interest or changes to an existing one, they must submit an updated declaration of conflicts of interest.
- c. All potential employees, during their evaluation as candidates, must submit a declaration of conflicts of interest. If they are a strong finalist, any conflicts they present must be analyzed by the compliance officer and the Human Talent Management department, who will forward the analysis to the legal representative for acceptance or rejection.
- d. Employees must not take advantage of business opportunities that belong to THE ORGANIZATION for their own personal benefit.
- e. Employees are expected to fulfill all their obligations to THE ORGANIZATION and must not engage in activities that may interfere with the performance of their duties.
- f. Employees will avoid conflicts of interest whenever possible and, if not, will address the content, potential, and occurrence of any conflict of interest as soon as possible to minimize associated risks for THE ORGANIZATION.
- g. The legal representative, immediate supervisors, and relevant support roles, among others, must receive regular training on the content of the policy, the obligations it establishes, the potential consequences of non-compliance, and how to properly identify and manage conflicts of interest.
- h. Existing or potential suppliers, in which executives, employees, or relatives have interests, must undergo prior analysis for their selection.
- i. Those with questions about the policy or conflicts of interest can seek guidance from the compliance officer, their immediate supervisors, or the legal representative.
- j. The compliance officer will develop the communication and training methodology regarding conflicts of interest for managers, executives, and employees according to the policies established in this document.
- k. Anyone who is aware of real conflicts of interest involving employees that have not been previously declared may provide the information using the "Conflict of Interest Declaration" form (attached); alternatively, they may make an anonymous report through the whistleblowing channel available on THE ORGANIZATION's website.
- l. The policy is applicable and binding. All are expected to comply with the conflict of interest policy, and non-compliance will not be tolerated and may result in corrective and disciplinary actions, including termination of employment.

Critical Positions Matrix and Conflict of Interest Correlation Matrix

As part of the control mechanisms to mitigate corruption and bribery situations, **THE ORGANIZATION** has developed the **Critical Positions Matrix**, which aims to identify those positions with the highest exposure to corruption and bribery situations. Positions identified with high and medium criticality will receive increased supervision from the hiring process and throughout their tenure with **THE ORGANIZATION**.

The criteria for evaluating positions are as follows:

- Manages bank accounts/approves payments (checks) on banking portals/handles inventories
- Handles cash
- Access to confidential information
- Privileged access to technological platforms
- Subject to bribery/embezzlement offers
- Signature binds company responsibility
- Ability to influence/abuse of power

Each of these criteria will have a weight, and as a result, a weighted average will be obtained to determine the level of criticality.

Individuals holding positions with high and medium criticality will be informed and trained in relation to the provisions established in this manual.

These positions should take into account the following aspects:

- Validations will be conducted more frequently for binding lists.
- Security processes will be performed more frequently; in some cases, they may be random or at the discretion of the Human Talent area or the compliance officer.
- Annual tax declarations will be required (for positions with high criticality) to ensure that economic growth aligns with the individual's financial situation.
- The Conflict of Interest Declaration must be submitted annually or as required.
- When a low-criticality position changes to a medium or high-criticality position, the validations established in the matrix must be carried out.

On the other hand, the **Correlation Matrix of Position Criticality versus Conflicts of Interest** is constructed to identify the potential impacts that may arise from this relationship.

To achieve this, it is important that employees:

- Identify potential risks to which they are exposed due to the magnitude of their responsibility and the role they play within the ORGANIZATION.
- Employees holding high-criticality positions should avoid any conflicts of interest with the ORGANIZATION and its related parties.
- Demonstrate transparency in their actions and report any situation or ethical dilemma that could affect their relationship with the ORGANIZATION.
- Ensure that the interests of the ORGANIZATION prevail over personal interests, especially when these are framed within inappropriate practices or misaligned with the values of the ORGANIZATION.

Due Diligence and Compliance Auditing

Due diligence will be conducted by the compliance officer, who must focus on identifying and assessing corruption and transnational bribery risks for the organization. This includes reviewing the specific qualities of each related party, their reputation, background, relationships with third parties, including those with foreign public officials of any rank.

Due diligence must be documented in writing, in a manner that is easily accessible and understandable, and should provide grounds to rule out that the payment of an unusually high remuneration to a related party is concealing indirect bribery payments to foreign public officials, or that it corresponds to the highest value recognized to a related party for their role in facilitating a transnational bribery operation.

Surveys may be conducted with related parties to verify the effectiveness of the transparency and business ethics program.

Compliance audits of the Anti-Bribery and Corruption Program (PTEE) and due diligence procedures will be carried out periodically, as determined by the compliance officer.

DOCUMENT RETENTION

The filing and documentation of records related to domestic or international business transactions will be carried out according to the company's document retention policies. However, reports, documentation, due diligence, and all matters related to the administration of the Anti-Bribery and Corruption Program (PTEE) will be retained for a period of ten (10) years.

SANCTIONS

According to Article 86, Section 3 of Law 222 of 1995, the Superintendence of Companies is empowered to impose sanctions or fines, whether consecutive or not, of up to two hundred (200) times the legal monthly minimum wage, in any case, on the legal representative, fiscal auditor, board member, or compliance officer who fails to comply with orders, the law, or the statutes.

Sanctions applied by the company for violations of the PTEE regulations may result in serious consequences for employees, including dismissal for just cause, in accordance with the provisions of the Labor Code.

Disciplinary actions or sanctions will be imposed on employees involved in corrupt practices or violations of the provisions contained in the PTEE, in accordance with the disciplinary procedures outlined in the Internal Work Regulations of THE ORGANIZATION.

PROCESS	Risk Management, Control, and Compliance.	SUBPROCESS	Prevention and Self-Control
PREPARED BY		POSITION	Compliance Officer
REVIEW BY		CHECKED BY	
Corporate Audit Department Legal Department Labor Relations Department		Board of Directors Minutes No. 437-1 of August 24, 2021	
N° OF VERSION	ACTION DETAILS	DATE	
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