



calidad en infraestructura



Transparency and Business Ethics Policy

January 2022

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1. OBJECTIVE

Joyco S A S BIC is firmly committed to constantly fight against corruption and any other dishonest practices and in response to this commitment, the present **TRANSPARENCY AND BUSINESS ETHICS POLICY** is established with the purpose of promoting actions to prevent corruption¹, fostering transparency in its management, discourage unethical and dishonest conducts while encouraging transparency and commitment to all stakeholders to prevent corruption.

The main purpose of the Policy is to provide and integrate the general guidelines that need to be followed by any third party that has a relation with Joyco S A S BIC and the consortiums in which it participates as an administrator in order to prevent the materialization of corruption incidents, thus promoting corporate values related to integrity, business ethics and compliance with its policies for the sake of internalizing and strengthen the culture of compliance and good corporate governance practices, therefore safeguarding its reputation and good name and generating value to the sector and society in general.

The Policy specific objectives are defined as follows:

- Promote an ethical culture within the Company, aimed to prevent and mitigate the risks of corruption when dealing with third parties, in the development of its social objective, regardless of the jurisdiction where its operations are carried out.
- Define mechanisms for identifying, preventing, detecting and mitigating corruption risks.

2. REACH

This policy is intended for and shall be applicable to all employees, administrators, shareholders, partners, suppliers, customers and in general any third party related to the Company.




Likewise, it is important to point out that when 'the Company' is mentioned throughout this document, we will be referring to Joyco S A S BIC and the consortiums in which it participates as an administrator.

According to the fraud tree theory of the Association of Certified Fraud Examiners (Acfe), corruption includes behaviors such as conflicts of interest, illegal gratuities, bribery (including transnational bribery), and economic extortion.

3. REFERENCE DOCUMENTS

-Code of Ethics and Conduct.

-Transparency and Business Ethics Program.

Prepared by:	Reviewed by:	Approved by
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	<p>Verify that this copy is the current one, by checking the document master list or through the QR code.</p> <p>Accessing the document through the code will confirm that it is valid.</p> <p>If the link is not available, it indicates that it is not the current version.</p>	

4. ORGANIZATIONAL COMMITMENT

The Company is committed to a policy of ZERO TOLERANCE towards acts of corruption in any of its forms; therefore, it DOES NOT ACCEPT any of these in any way whatsoever.

Therefore, the Company is committed to:

- ✓ Promote a culture of ethics and integrity as a central axis of the Business Ethics and Transparency Program as a mechanism for identifying, preventing, detecting, and remediating corruption acts.
- ✓ Ensure the impeccable behavior of all its employees.
- ✓ Manage in a structured and strategic manner, the risks of corruption to which it is exposed in compliance with its business activities and that entails the relationship with its employees and that implies the involvement with different types of third parties.
- ✓ Take action in response to complaints concerning corruption, presumption, or attempt of the aforementioned that are received, thus guaranteeing due process, confidentiality, objectivity, and transparency during the investigation of such acts.
- ✓ To count on the commitment of our own and third parties to comply with the Transparency and Business Ethics Policy; therefore, any third party that maintains work, commercial or any other labor, commercial or any other type of relationship with the Company, shall have the commitment to maintain, in all its actions, the corporate values, ethics and transparency that the Company promulgates.

5. DEFINITIONS

- Conflicts of interest: are situations in which Senior Management and/or employees have to decide between acting in the Company's best interest or for his or her own benefit.
- Corruption: dishonest activity in which an employee and/or member of Senior Management, or any other third party, uses his or her position to obtain an undue advantage for the Company, or in a personal capacity, or undue advantage, for the Company, for himself, or for a third party.
- Thing of value: any payment in cash or in kind, likely to be considered of value, such as travel and expense reimbursement, sponsorship, gifts in kind, donations or contributions, favorable contracts, investment opportunities, strategic alliance positions, subcontracts, tax benefits, information and promises of future employment, discounts and entertainment or recreational activities, among others, regardless of their value or amount.
- Transparency and Business Ethics Program (TBEP): this is the document that aims to articulate and implement the Transparency and Business Ethics Policy, with the intention of identifying, detecting, preventing, and mitigating the risks of corruption that may affect the Company in the development of its business.
- Bribery: is the act of offering, promising, soliciting, or accepting anything of value whether in cash or in-kind (gifts, services), for the corrupt purpose of value in money or kind (gifts, services), with the corrupt purpose of obtaining or achieving an improper benefit or advantage in favor of oneself or a third party or to influence an act or decision.
It covers transnational bribery, understood as the act by virtue in which a legal person, through its employees, administrators, associates or contractors or any subordinate legal person, gives, offers or promises to a foreign public servant, directly or indirectly
(i) sums of money, money, (ii) objects of pecuniary value or (iii) any benefit or utility in exchange for that public servant performs, omits or delays any act related to his or her functions and in connection with an international business or transaction.
- Third party: natural or legal person with whom the Company has a relationship, for example, employees, suppliers, economic partners, shareholders, clients, advisors, consultants, tenants, government entities, and national and/or foreign public officials or servants, among others.

Note: Other terms used in this policy are defined in the glossary of the document Transparency and Business Ethics Program (TBEP) and in the Code of Ethics and Business Conduct.

6. POLICYMAKERS

Main responsibilities regarding the Policy

Board of Directors

- Establishes and promotes a culture of non-tolerance towards acts of corruption so that the Company's business is conducted in an ethical, transparent and honest manner.

- Approves the Company's Transparency and Business Ethics Policy and any sort of modifications if deemed required from time to time.

General Management

- Promotes a culture of anti-corruption and ethical and integral behavior.
- Ensures the spreading and application of the Transparency and Business Ethics Policy, as well as the guidelines that articulate it.
- Reports to the Board of Directors any cases of corruption identified in the Company and the measures adopted against them.

Executive Committee

- Communicates the importance and the responsibility of all employees in the process of preventing and reporting corruption occurrences.

Employees

- Comply with and adequately execute all controls and mechanisms that are established and focused on the prevention and mitigation of the corruption risk in the Company.
- Report any unethical incidents or events (including corruption) and cooperate with the investigations carried out in this regard, which affect or may affect the Company's interests.

7. GENERAL POLICY GUIDELINES

In compliance with this policy, **the Company** has arranged:

- **Code of Ethics and Conduct:** document that contains the behavioral guidelines that must be followed by the members of Senior Management and Company's employees, so that these are in accordance to the organizational values, the obligations assumed by virtue of the working relationship and the ethical principles essentials, to ensure transparency in all of the internal relations uphold with third parties and with society in general.
- **Personnel selection and hiring:** procedures are in place for the recruitment and selection of personnel, establishing the aspects required to select suitable personnel that meet the profile of the required position, developing transparent and objective processes, which are carried out without any type of discrimination or pressure on the candidates.
The company will not maintain links with employees or members of Senior Management who have been convicted of criminal activities related to corruption or other crimes related to money laundering and/or financing of terrorism.
- **Anti-retaliation and presumption of good faith:** provide protection against any sort of retaliation against an employee or third party that reports an incident or potential corruption event, provides information in good faith about an incident or potential unethical conduct, or cooperates with an investigation.

- **Gifts and Invitations:** as a general policy, no employee is authorized to grant or promise gifts or invitations with Company resources or with their own resources on behalf of the Company, anything of value to a third party with whom the Company develops business of any kind. Only in exceptional cases, Commercial Management may request prior authorization from General Management for its granting, as long as it is considered necessary for commercial or advertising events that are carried out within the natural line of business of the Company and these are considered a reasonable expense and are framed within legitimate purposes, being prohibited the granting of gifts for the purpose of obtaining an undue or illegal advantage as consideration.

Likewise, it is forbidden for members of Senior Management and/or employees, directly or indirectly, tacitly, or explicitly, to request or receive gifts and invitations from any third party related to the Company.

In some circumstances, a gift or present may be accepted, as long as it has no significant value and if it is coherent with the promotional or advertising practices of the Company that provides it and that it cannot be interpreted as a factor that influences or favors in decision making.

- **Conflicts of interest:** members of Senior Management and employees must avoid participating in situations that put them in competition with the Company, or through which they have a claim against the Company, or are taking advantage of an opportunity that belongs to the Company.

The following are included among the possible situations generating conflicts of interest are:

- ✓ Work relationships.
- ✓ Hiring processes.
- ✓ Handling of gifts and invitations, among others.

The situations involving a conflict of interest may not always be obvious or easy to resolve, therefore, the Senior Management, the Administration, and the Company's employees must inform about any situations that may be considered, or may constitute, a conflict of interest as soon as perceived and before making any decision.

- **Purchasing, contracting, and accounting procedures:** there are procedures describing the minimum requirements for establishing and maintaining a commercial relationship with a third party, including the legal, ethical suitability and quality conditions that must be met by the future and current supplier, as well as the internal controls defined for the authorization of payments arising from such commercial relationship.
- **Customer management:** any benefit offered to a customer, including reciprocity, must be carried out with full transparency, without resorting to improper, abusive, anti-competitive and, much less, illegal commercial practices.

To this end, all of the Company's commercial activities, particularly those with public entities, must adhere to the policies that guide our business ethics and applicable regulations.

- **Donations:** to make donations or contributions directly and exclusively for the purposes set forth by the Shareholders' Meeting.
- **Sponsorships:** if the Company carries out sponsorships, these must be done disinterestedly and without expecting a return or benefit for the Company, other than those perceived from advertising or marketing management.
All sponsorships must be previously approved by the General Manager, and the Director of Communications and Marketing is responsible for monitoring their correct execution.
- **Social Responsibility Programs:** The Social Responsibility Programs promoted by the Company are framed within:
 - ✓ The promotion and support to the education of the vulnerable population in the areas of civil engineering knowledge.
 - ✓ Improving the quality of life of the community, promoting the individual and collective development of employees and collective development of collaborators, suppliers and third parties.
 - ✓ Promote environmental protection.
- **Political or public contributions:** the Company does not have a preference for any political party or organization, so the employees are free to make their own choice. However, in order to preserve the good name of the Company, as well as to prevent its resources from being used for the personal benefit of employees or third parties, the following conducts are prohibited:
 - ✓ Contributions made by an employee on behalf of the Company with resources owned by the aforementioned employee.
 - ✓ Contributions made by an employee on behalf of the Company with resources owned by the Company.
- **Joint Arrangements:** The Company has guidelines through which it establishes the activities and best practices to mitigate the existing risks in this type of business in which the Company decides to partake. In cases in which processes that could culminate in the constitution of joint agreements (consortiums or temporary unions), the Company shall carry out a due diligence process, that allows the obtaining of an analysis related to the exposure of corruption risks associated with the potential allies with which the Company intends to associate.
- **Transparent management of relations with public officials:** in relations with public entities and officials, the following shall be implemented:
 - ✓ Be transparent in the process of contract execution.
 - ✓ Provide honest and transparent treatment to the official.
 - ✓ Do not engage in potential employment opportunities with government officials.
- **Ethical Channel:** The Company, within the activities of detection, prevention, and mitigation of corruption risk, has a "Whistleblower Channel", available in the Company's website. The information that is managed through this channel is classified as "confidential" and will be managed by the Compliance Officer, and both the information and the results of the investigation will be disclosed only to those who need to know.

The following are some of the behaviors that should be reported as actions that may constitute acts of corruption in the Company:

- ✓ Promise, offer or grant, directly or indirectly, to a third party, an undue benefit that redounds to your own advantage, to that of another person or to that of the Company.
- ✓ Requesting or accepting, directly or indirectly, from a third party, an undue benefit that redounds to his or her own advantage, to that of another person or that of the Company.
- ✓ Paying a bribe to a third party (private or public) to obtain an illegitimate advantage over the competition.
- ✓ Making contributions, in money or in kind, to a political cause for the purpose of obtaining political favors that favor the Company's business.
- ✓ Misappropriating resources that have a social or sponsorship purpose for personal benefit or for the purpose of committing an act of corruption.
- ✓ To favor, in the performance of their duties, their own interests or those of a third party over the interests of the Company.
- ✓ Unlawfully altering a contractual procedure in a public or private contracting process.
- ✓ Improperly altering or manipulating income and/or expense accounts to reflect an unrealistic performance of the Company that does not correspond to reality.
- ✓ Making or omitting adjustments in accounting records for personal or third-party benefit.

8. CONSEQUENCES OF NON-COMPLIANCE

It is acknowledged that in the event of non-compliance with this Policy and other activities derived from it, the Company and the persons responsible for its application and compliance shall be subject to the penalties established in the Internal Labor Regulations and that additionally, according to the fault, may involve administrative, criminal and pecuniary sanctions, as established by Colombian law.

9. CHANGE CONTROL

Version	Date	Modifications made
01	June/2014	Creation of the Anti-Corruption and Anti-Bribery Policy document.
02	January/2022	<ul style="list-style-type: none"> - Adjustment in the name of the document to Business Ethics and Transparency Policy, generated by the incorporation of the elements of compliance with the Business Ethics and Transparency Programs promoted by the Superintendency of Corporations. - Incorporation of definitions, scope and objectives of the Policy. - General guidelines and consequences for non-compliance were added.

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