



QUICK GUIDE

Corruption And Bribery Prevention



**Grupo
Energía
Bogotá**

*Mejoramos vidas
con energía
sostenible
y competitiva*

Contents

-
- 1 ¿What is corruption?

 - 2 ¿What is bribery?

 - 3 ¿When does bribery occur?

 - 4 ¿How are acts of corruption and bribery prevented?

 - 5 ¿What is the regulatory framework for the prevention of corruption and bribery in Colombia?

 - 6 ¿What is the Transparency and Business Ethics Program (TBEP)?

 - 7 ¿Are you familiar with GEB's Business Ethics, Anti-Corruption and Anti-Bribery Policy??

 - 8 ¿Is receiving or offering gifts and hospitality considered Bribery?

 - 9 ¿What people are responsible for the prevention of Corruption and Bribery?

 - 10 ¿What is the Ethics Channel?

 - 11 ¿How can you access the Ethics Channel to report acts of corruption and bribery?

 - 12 ¿What are the commitments and duties regarding the prevention of bribery and corruption?

 - 13 ¿What is the liability and sanctions for acts of corruption and bribery?

 - 14 Definitions

Introduction

In today's social and business world, the scourges of corruption and bribery are present in all countries and have devastating consequences on the economy and social development. These behaviors come from unethical and illegal practices, which have been defined as criminal offenses and, in addition to the applicable personal and corporate sanctions, cause material and immaterial losses of all kinds. Engaging in bribery or corruption has a very significant impact from a corporate perspective, since it destroys the trust of all stakeholders, which in turn affects sustainability, competitiveness and can put the continuity of a company at significant risk. Bribery and corruption are phenomena that can occur both in relationships between individuals and with public entities and institutions.

Grupo Energía Bogotá (GEB) is firmly committed to legality, ethics and transparency, and has voluntarily adopted a Transparency and Business Ethics Program (TBEP) aimed at preventing and mitigating the materialization of the risks of corruption and bribery. The purpose of this document is to answer frequently asked questions, raise awareness about these behaviors and their effects, disclose the most relevant aspects of the TBEP, and provide useful and clear tools that promote transparent and ethical management. This helps us fulfill our higher purpose of improving lives with sustainable and competitive energy, always abiding by the legal framework.



1 ¿What is corruption?

According to Transparency International's definition, it is *"the abuse of power for personal gain, to the detriment of collective interests."*

An act of corruption occurs when a dishonest activity is performed in which a company manager, employee or contractor acts against its interests and takes an undue advantage of their position to obtain benefits for themselves or a third party.

Bribery is a form of corruption.

2 ¿What is bribery?

Bribery is offering, promising, giving, accepting or soliciting an undue advantage of any value (which may be financial or non-financial) directly or indirectly and regardless of its location, in violation of applicable law, as an inducement or reward for a person to act or abstain from performing their duties.

Bribery can take different forms; incentives can be gifts, hospitality, loans, commissions, rewards or other advantages (services, donations, etc.).

Bribery may occur in the relationship between one or several individuals and a public official, or only between private individuals.



3 ¿When does bribery occur?

According to the definition, delivering or accepting the consideration materializes the bribe. However, just offering is also bribery. It is carried out by:

- ✓ Offering a bribe, even if it is refused or not accepted
- ✓ Urging another person to offer a bribe
- ✓ Agreeing with another person to offer a bribe
- ✓ Facilitating offering or giving a bribe in any way

4

¿ How are acts of corruption and bribery prevented?

Acts of corruption and/or bribery are prevented by addressing different aspects that seek to generate knowledge, commitment, trust, transparency and control:

Comprehensive approach: Through a general company context, with respect to all its stakeholders, contemplating all the variables that may arise from and towards GEB in terms of preventing the risks of corruption and bribery.

Documentary process: Establishing policies, guidelines and manuals that include procedures, duties and guidelines to be followed by employees, managers and, in general, GEB's stakeholders, by adhering to the instructions GEB may provide in this regard.

Risk management: Managing risk matrices in which situations that may represent the materialization of a risk of corruption and bribery are identified on time, as well as assessing controls, measuring their effectiveness or creating new ones.

Ethics channel: A GEB communication channel to receive all reports, complaints and information on corruption and bribery situations involving GEB from its stakeholders.

Awareness, communication and training: Informing GEB stakeholders of the general considerations of the risks of Corruption and Bribery, as well as the duty to prevent their materialization. This is done through communication pieces, audiovisual messages, communication campaigns, training spaces, and others.

Internal control: Periodic reviews by GEB's first, second and third line of control, which will allow a transversal, constant and effective assessment of the activities and controls to prevent the risks of Corruption and Bribery.



5

¿What is the regulatory framework for the prevention of corruption and bribery in Colombia?

Law 599 of 2000 "Whereby the Penal Code is issued:" Title XV of the Penal Code regulates crimes against the Public Administration, most of which are related to acts of corruption, such as: extortion, bribery, embezzlement, improper contracts, influence peddling, illicit enrichment, abuse of authority, among others. It also regulates the criminal penalties to which the person who commits these conducts may be sentenced.

Law 1474 of 2011: The Anti-corruption Law, "Whereby regulations aimed at strengthening mechanisms for the prevention, investigation and penalization of acts of corruption and the effectiveness of control of public management are established." This law establishes measures for the prevention and fight against public and private corruption.

Law 1778 of 1026: "Whereby the regulations on the liability of legal entities for acts of transnational corruption and other provisions on the fight against corruption are issued." This law grants the Superintendence of Corporations, as administrative authority, the power to investigate and sanction legal entities for acts of transnational bribery.

Public Notice 100-000011 of 2021 of the Superintendence of Corporations, the "Comprehensive Amendment to Public Notice No.100-000003 of July 26, 2016 and addition to Chapter XIII of the Basic Legal Notice of 2017." This notice establishes the requirements for companies obliged to implement the Transparency and Business Ethics Program (TBEP), establishing guidelines for the prevention of the risks of Corruption, Bribery and Transnational Bribery.

Law 2195 of 2022 "whereby measures are adopted with respect to transparency, prevention and the fight against corruption, and other provisions are issued." This law seeks for state institutions to be coordinated in increasing efforts to prevent acts and behaviors of corruption, promoting a culture of integrity in public management.

6

¿What is the Transparency and Business Ethics Program (TBEP)?

It is the program with the provisions, guidelines and procedures aimed at preventing the materialization of the risks of corruption, bribery and transnational bribery.

In compliance with the provisions of Public Notice 100-000011 of 2021 issued by the Superintendence of Corporations, controls, guidelines and contents must be established, communicated and disclosed to interested parties.



7

¿Are you familiar with GEB's Business Ethics, Anti-Corruption and Anti-Bribery Policy?

Since June 2017, the Company has adopted the Policy on Internal Control and Prevention of Fraud and Corruption, which establishes the commitments of the companies that make up Grupo Energía Bogotá for adopting and maintaining an Internal Control System that allows for the orderly and efficient achievement of the objectives, management and results of the Group's companies by implementing standards and procedures directed towards compliance with this task.

The policy is published for consultation on the GEB website:

<https://www.grupoenergiabogota.com/en/geb-group/ethics-and-compliance-program>



8

¿Is receiving or offering gifts and hospitality considered Bribery?

Receiving or offering gifts or hospitality does not always imply the materialization of an act of corruption or bribery. GEB has established conditions that provide clear guidelines in this regard; the Gifts and Hospitality Policy establishes the following guidelines:

- ✓ We do not directly or indirectly offer, accept, promise, deliver or request gifts or hospitality if they are understood or appear to be understood as an obligation, requirement, or anything that may be a potential conflict of interest.



- ✓ We do not directly or indirectly offer, accept, promise, promote, deliver, pay or authorize payments to improperly influence the decisions of any government official, authority or any other third party in exercising their duties.
- ✓ We do not offer, accept, promise, promote, give or request gifts or hospitality in exchange for any advantage or to disregard any procedure for our own benefit, for the benefit of the company or a third party, or against the third party.

- ✓ We do not offer, accept, promise, promote, deliver or request gifts or hospitality when any decision is pending or may affect the judgment of a third party; for example, at pre-contractual and/or pre-judicial stages, but not limited to them.
- ✓ Under no circumstances do we accept, offer, promise, deliver or request cash or its equivalent.
- ✓ We do not offer, promise, accept or request gifts or hospitality on more than two occasions in the same calendar year, related to the same counterparty.
- ✓ We discourage third parties from offering us gifts or hospitality, promoting adherence to our code of ethics and the observance of our corporate values.



Gifts and hospitality may only be offered and accepted in connection with work at GEB, its subsidiaries and/or subordinates, as long as they comply with the following rules:

- ✓ Only institutional or promotional gifts will be accepted and gifts of symbolic value, such as calendars, agendas, pens, umbrellas, and, in any case, gifts that can be estimated to have a value equal to or less than USD 30 based on a reasonable evaluation.
- ✓ We only accept hospitality that does not involve activities, products or places that may affect the reputation of employees or violate their corporate values, ethics and/or the applicable law.
- ✓ If the service provided to a GEB employee is a trip within or outside their place of residence, as long as the Group's companies cover the travel and per diem expenses, if required, express written authorization must be requested in advance from the immediate supervisor and Compliance Department to accept their participation.

- ✓ In the event participation in an event is approved, GEB employees must always attend the event or hospitality with the third party, and not attend independently without the assistance or participation of the third party providing the hospitality.
- ✓ We make sure the involved costs are reasonable for this type of event.

The following rules for giving gifts and hospitality should be observed:

- ✓ The gifts and invitations we offer must have a reasonable cost; as a suggestion, we have established a 30 USD limit, adapting to the policies of the organization and Code of Ethics.
- ✓ All GEB employees must respect the gift and hospitality policies of the third parties to whom they are addressed.
- ✓ We must put ethics, legality and our corporate values first when making decisions to accept and/or offer gifts or hospitality, complying with the procedure defined in this policy.

9 ¿What people are responsible for the prevention of Corruption and Bribery?

In accordance with GEB's Business Ethics, Anti-Corruption and Anti-Bribery Policy, the following are responsible for operating and executing the guidelines on the matter:

✓ **The Board of Directors:** By following up through a management report presented by the Corporate Compliance Department.

✓ **The Corporate Compliance Department:** Leading the internal implementation, follow-up, monitoring, control and continuous improvement of this Policy, and providing ongoing guidance and advice to all stakeholders on the system's operation and for submitting periodic reports to the highest governance body.

✓ **The Communications Department:** They are responsible for spreading and communicating the guidelines and directives for the prevention of Corruption and Bribery, for all stakeholders of the organization to know them.

✓ **Senior Management:** Implementing, applying and monitoring compliance with the anti-bribery and anti-corruption management system within GEB.

✓ **Managers and Employees:** They are responsible for applying and fully complying with the guidelines for the prevention of Corruption and Bribery, as well as for reaching and obtaining binding agreements with third parties related to the commitments stated in GEB's Business Ethics, Anti-corruption and Anti-bribery Policy, basing their actions on legality, ethics and transparency, as well as on corporate values and the code of ethics and conduct.

✓ **The Internal Auditor:** Responsible for assessing the implementation of and compliance with this Policy and other guidelines, procedures and documents that supplement it.

10 ¿What is the Ethics Channel?

It is the way GEB guarantees the rights of all shareholders, managers, employees, contractors and other stakeholders to report any situations they consider to be potential events related to fraud and/or corruption and unethical behaviors at GEB, aimed at managing and conducting corporate affairs in a transparent and sustainable manner.

In addition, the Channel allows formulating queries to resolve ethical dilemmas, ensuring confidentiality, security, reliability and that there will be no retaliation against the whistleblower, in accordance with the provisions in GEB's Whistleblower Protection Guide. An independent expert third party manages the Channel.



11

¿How can you access the Ethics Channel to report acts of corruption and bribery?

E-mail: canaleticogeb@ethicsglobal.com

Toll-free telephone numbers:

Colombia: 01800 518 9191

Peru: 705 22 33

Guatemala: 502 2378 4852

The channels made available by the Superintendence of Corporations and the Secretary of Transparency of the President of the Republic should also be taken into consideration for reporting any alleged or actual event or act of corruption or bribery:

1. Superintendence of Companies:

https://www.supersociedades.gov.co/delegatura_aec/Paginas/Canal-de-Denuncias-Soborno-Internacional.aspx

2. Secretary of Transparency of the President of the Republic:

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

12 ¿What are the commitments and duties regarding the prevention of bribery and corruption?

The following is a list of some of the commitments and general duties of GEB's stakeholders in the most relevant aspects with respect to mitigating the materialization of risks of Corruption and Bribery in the organization:

- ✓ To promote legality, ethics, transparency, and corporate values, as the guiding rules for all actions, management and conducts of managers and employees in the framework of any relations with any stakeholder.
- ✓ To take a stance of zero tolerance for any illegal or unethical act or omission that allows the materialization of risks related to corruption and/or bribery.
- ✓ Not to offer, promise, deliver or request undue advantages of any value, directly or indirectly, and independent from the location, as an incentive to obtain benefits for oneself or for third parties.

✓ To identify and comply with applicable laws on the prevention, detection and penalization of both corruption and bribery and their related events.

✓ To ensure the conditions that enable GEB stakeholders to report any conduct that represents or allegedly represents corruption in any of its modalities, including bribery, through any of the reporting channels available in GEB's Ethics Channel, in order to generate an environment of control, security and trust, while establishing the rejection of any type of reprisals against whistle-blowers.

✓ Not to make or receive any cash payments to obtain inappropriate benefits, ensuring compliance with all provisions on this matter in the law or in company policies, including the Policy on Gifts and Gratuities.

✓ To prevent reputational effects by adopting and complying with the policies and procedures that prohibit conducts related to corruption in all its modalities, including bribery.

✓ To abstain from taking any reprisals against Managers and/or employees who refuse to pay or receive bribes in the framework of the company's businesses and processes.

✓ Not to make any facilitation payments, pursuant to the provisions set out in GEB's Code of Ethics and Conduct. Making any payment aimed at ensuring or expediting a necessary process or action, such as issuance of a license, authorization, document or certification is prohibited.



13 ¿What is the liability and sanctions for acts of corruption and bribery?

It is the responsibility of all GEB stakeholders and, in general, any person who directly or indirectly represents GEB, to comply with the guidelines and directives established in the Business Ethics, Anti-Corruption and Anti-Bribery Policy. Therefore, in the event of non-compliance, the following sanctions shall apply, always ensuring due process and the right to defense and contradiction:

- **Shareholders:** The penalty and/or corrective measure decided by the General Shareholders' Meeting shall apply.
- **Managers:** The penalties established in the Code of Ethics and Conduct shall apply. This includes removal and/or any other measure decided by the Board of Directors.
- **Employees:** The penalties established in the Code of Ethics and Conduct, employment contract, internal work regulations and the law shall apply.
- **Suppliers and/or contractors:** The penalties established in the Code of Ethics and Conduct for Suppliers and Contractors, the clauses included in contracts or purchase orders, other internal guidelines and the applicable law shall apply. The above is notwithstanding the legal consequences derived from such violations, including labor, civil, administrative and criminal penalties, among others.

14

Definitions

Stakeholders: Individuals or legal entities with which GEB has or seeks to have a work, legal, commercial and/or business relationship during the development of its corporate purpose. Including but not limited to: (i) Shareholders; (ii) Employees; (iii) Providers; (iv) Contractors; (v) Public Servants. (Source: GEB Code of Ethics and Conduct).

Employees: Individuals hired by GEB through an employment or apprenticeship contract who provide services under supervision and in exchange for remuneration. This includes Managers. (Source: GEB's Code of Ethics and Conduct)

Managers: Refers to the registered agent, the liquidator, the facilitator, members of the board or council of directors, and those whom according to the statutes execute or hold these roles within GEB, both as principals or substitutes. (Source: GEB's Code of Ethics and Conduct)

Shareholders: Individuals or companies that have made a contribution in cash or other assets that can be valued in cash to GEB in exchange for shares. (Source: GEB's Code of Ethics and Conduct)

Suppliers: Individuals or legal entities with which GEB may have a legal, commercial and/or business relationship for the provision of goods, services and/or products to GEB. (Source: GEB's Code of Ethics and Conduct for Suppliers and Contractors)

TBEP: It is the Corporate Transparency and Ethics Program, consisting of a set of policies, procedures and other documents aimed at addressing situations that may lead to Bribery and Corruption, to identify, detect, prevent, manage and mitigate actions that put companies at risk. (Source: Compliance Department)

Transnational bribery: Transnational bribery involves an offer, promise or payment of money or benefits of any kind to a foreign public official.



Public Official: Any person holding a legislative, administrative or judicial position in a State, its political subdivisions or local authorities, or in a foreign jurisdiction, regardless of whether the individual was appointed or elected, including, but not limited to: (i) any government official or employee of any state entity, department, agency or government institution; (ii) any person with an official capacity or who acts on behalf of a government, department, municipality, agency or government institution and/or state institution; (iii) any officer or employee of a corporation that is entirely or partially owned by the State; (iv) any employee of a public international organization; (v) any officer or employee of a political party acting in an official capacity on behalf of a political party; and, (vi) any candidate to public office. (Source: Law 1778 of 2016).

Facilitation Payments: Payments to Public Officials to expedite the performance of duties of a non-discretionary nature, which are intended to influence the actions of Public Officials, but not their outcome (e.g., payments made to obtain a permit or license). (Source: GEB's Code of Ethics and Conduct). It is clarified that such payments are expressly prohibited.

Compliance Officer: The individual designated by GEB to lead and manage the Corporate Transparency and Ethics Program, and the Anti-corruption and Anti-bribery Management System, which is autonomous in its leadership and management. As defined by GEB, the Compliance Officer also leads the management of the risks of money laundering, terrorism financing, and financing the proliferation of weapons of mass destruction, personal data protection, conflicts of interest, and the prevention of violations to the competition regime. (Source: Public Notice 100-000016 of the Companies Superintendence.)

Reprisals: Strict measures or treatment adopted by one State against another State in response to the latter's adverse acts or determinations, but without violently severing relations.

Report/Complaint: To disclose a situation or fact that does not comply with the law or with the guidelines of the code of ethics, Business Ethics, Anti-corruption and Anti-bribery Policy, and other documents on compliance risk prevention GEB has.
RAE Definition of Reprisal



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