

## 1. Purpose

To establish general guidelines and parameters to ensure that the Company and its representatives not only understand and comply with the applicable, local and global, anti-corruption laws in the way of doing business and in the relationships, that can arise from it, but also be guided by a correct way of behaving with their social and commercial environment.

## 2. Scope

This policy is applicable to its shareholders and all persons, regardless of their position or level, who work for the Company, including without limitation, Counselors, Directors, Managers and, in general, any eventual or permanent associate (hereinafter jointly identified as “associate” or “associates”), as well as third parties. It is applicable to any deal, contract or negotiation in all countries where the Company has operations.

## 3. Definitions

**Associate:** Anyone linked to Grupo Bimbo through a fixed-term or indefinite contract, **regardless of whether they are unionized or administrative personnel.**

**Bribe:** Give, offer, promise, request or receive (or any attempt to carry out said actions) any Object of Value, directly or through third parties, with the aim of guiding the conduct of somebody to: i) obtain or maintain a business opportunity, benefit or advantage; ii) cause somebody to refrain from carrying out an act connected to their duties or the duties of another person, or iii) abuse of their actual or alleged influence. The aforementioned takes place regardless of the acceptance or reception of the Object of Value or the obtained result.

**Contribution in kind:** Support other than cash, for example, free product or at a reduced price.

**Donation:** Anything delivered as a contribution of money or equivalent or contributions in kind. A donation usually refers to supports for a specific purpose (e.g. research, education, etc.). A donation is usually a support for charitable purposes or for basic human needs (e.g. support for the population in a natural disaster, etc.).

**Entertainment:** Artistic, sporting or cultural events, such as competitions, theatre performances or concerts.

**Family members:** Group of people united, or not, by blood ties up to the fourth degree, or people who have interpersonal relationships that are or are not of a legal nature (e.g. couples, dating, concubines, “*compadrazgos*”, etc.) with public officials or private individuals.

**Gifts:** Any Object of Value or benefit given to a person as a symbol of esteem or friendship without expecting to receive something in return.

**Gratifications:** Payments or **anything else of value**, made to public officers to ensure, accelerate or in any other way facilitate the outcome of a government process.

**Institutional gift:** Any item that has an advertising nature and carries the logo of a Company (e.g. basket filled with Grupo Bimbo products), which value does not exceed USD \$50 and complies with all applicable laws.

**Lobbying:** Process through which the Company makes its opinion public in any project or government

action, with the purpose of convincing public officers to act the way the Company deems appropriate for its business, through the means that the legislation allows in each country the Company operates in.

**Object of value:** Includes any type of benefit, for example, cash, contributions in kind, product, cash equivalents (gift cards, etc.), loans, gifts, prizes, meals and beverages, trips, entertainment (artistic and sports events), political contributions, donations (institutional or charity), job offers, promises of future employment, any type of concessions in a contract, product or service, and the possibility of directly acquiring shares in a company related to the Company.

**Political contribution:** Monetary and non-monetary contributions (for example, resources, facilities or other assets of the Company) to support political parties, officials of political parties, politicians or candidates for elected positions.

**Private individual:** Any person other than a public officer, especially suppliers and customers.

**Public official:** Any employee of a government entity who is part of the Executive, Legislative or Judicial Branch, autonomous constitutional bodies, companies with State or government participation; elected or appointed; working at any government level (federal, national, state, provincial or municipal); or any political party, officer of any political party or candidate for any position by popular vote.

**Third parties:** People with professional, labor or business relationships with public officers, private individuals or associates, or shareholders or companies where they or their family members are a member of.

**Trips:** Includes plane tickets, transportation and accommodation.

#### **4. Responsibilities**

**Associates:** To know this policy and fully comply therewith at all times.

**Ethics and Compliance Committee (“Ethics Committee”):** i) To establish the proper execution of the present policy; ii) to approve, case by case, those situations that according to the policy require express authorization, and iii) to apply and oversee that all corresponding disciplinary measures due to failure to comply with the policy are being applied.

**Global Legal and Compliance VP (“VP Compliance”):** To monitor compliance with the policy, follow up on and execute the resolutions by the Ethics Committee, as well as to internally communicate this policy and any modification to it, in order to be known by associates and given during the onboarding process.

**Controlling Department:** To implement the accounting control measures necessary to enable the identification of the corresponding book accounts, the required details of the transactions carried out with third parties and expenses reimbursement.

**Global Corporate HR Department and its local counterparts:** To provide support on periodic training on the policy and applicable anti-corruption laws.

**Organizations and Functional Areas:** To implement the present policy.

#### **5. General guidelines**

Grupo Bimbo S.A.B. de C.V., its subsidiaries and affiliated companies (“GB” or the “Company”) consider the value of integrity as an essential element in the way of doing business. At Grupo Bimbo, we act with

integrity every day, always looking after the Company's interest. We value the goodwill of others: our behavior builds trust. The Company is committed to do business in an ethical and honest way, free of any form of corruption or bribery and in promoting the correct actions of all associates. Therefore, it is Grupo Bimbo's policy to comply with the following guidelines:

- Grupo Bimbo:
  - Strictly forbids any form of corruption and bribery in the way of doing business, both in the private and public sectors.
  - Encourages and is part of a community where the environment of mutual respect, trust and affection, firmly rooted in the moral integrity of its associates, is a fundamental pillar for personal relationships and where its leaders are guides and examples of others.
  - Has zero tolerance when it comes to lack of integrity, acts of corruption and bribery and is firmly committed to doing business in an honest and ethical way.
  - Is committed to carrying out all its activities in an integral, ethical and legal manner, especially complying with the laws related to integrity and anti-corruption in each of the countries where it operates in.
  - Takes its legal responsibilities very seriously and expects its associates to do the same. The Board of Directors, the Chief Executive Officer and the Top Management fully support this policy and expect its full compliance.
- Associates must be people of proven morality who generate trust in others. To do this, they must comply with and adopt all the policies and procedures involving their job at Grupo Bimbo.
- All associates must comply with and enforce the rules of Grupo Bimbo, as well as report, through the complaint channels, any deviation. Any behavior that leads to false information, modification of data; carry out plagiarism and/or falsifications; perform business practices and/or administrative procedures in terms different from those established by the Company; incur in robbery, fraud to the Company or to third parties; consume, sale and/or distribute illegal substances; improperly use the company assets; fails to comply with local or international laws, policies, procedures and/or any regulations that are mandatory, will be incurring in a lack of integrity and will be subject to sanctions by the Company.

## **6. Bribery and corruption– prohibited activities**

**Illicit benefits for public officials or private individuals.** When it comes to corruption, the Company does not differentiate between public officials and private individuals: Bribery and corruption are not tolerated regardless of the quality **or position** of those involved.

Associates must not, directly or through third parties, perform any act of bribery to public officials or private individuals, nor to their family members or third parties **linked to them**, with the intention of persuading them to use their position and/or power to help the Company or the associates/third parties to obtain an illicit advantage.

**Reception of illicit benefits.** Associates must not request nor accept, or try to carry out said actions, whether directly or indirectly through any family members or third parties **linked to them**, any object of value from a public official or private individual from which, in return, the result might be an apparent or wrongful advantage. There is no acceptable amount when it comes to bribery.

### **6.1. Gifts, meals, trips and entertainment**

Associates must **never**:

- Offer gifts, meals, trips, nor entertainment to public officials or private individuals, or their family members or third parties **linked to them**, with the intention of influencing or causing the recipient to do any action that might help the Company or associates to ensure or maintain any undue benefit or advantage.

- Request, receive or accept gifts, meals, trips, or entertainment from public officials or private individuals, or their family members or third parties **linked to them**, knowing or assuming that, in return, said people expect to receive any illicit benefit or advantage.

The company has established rules for the pre-approval or expense report regarding gifts, meals, trips and entertainment. Any act resulting in exceeding the fixed limits requires previous written authorization by the **Global Legal and Compliance Department**. The present policy does not replace nor substitute the **GGB-013 Global Travel Expenses Policy**.

#### **6.1.1. Public officers**

It is fully prohibited for associates **and third parties** to give gifts, pay for meals, trips or entertainment to public officials.

It is fully prohibited for associates to request or accept meals, trips, gifts or entertainment from public officials. In exceptional cases, before accepting them, they must have previous written authorization from the Compliance Department.

#### **6.1.2. Private individuals**

Apart from complying with the general principles indicated in section 6.1. Associates must follow these guidelines:

- **Gifts.** An associate can, so long as it is common practice or market practice **and it is permitted by local law**:
  - Offer or give a gift to a private individual, whose value must not exceed USD\$100. The annual aggregate value of gifts which can be given by an associate to any private individual as a whole must not exceed USD\$300.
  - Accept an occasional from a private individual. The annual accumulated amount which can be received by an associate must not exceed USD\$100.
- **Meals.** An associate can pay for a private individual's meals so long as:
  - The associate is present during the meal;
  - The cost of the meal does not exceed USD\$100 per person. The annual accumulated amount of meals that an associate can pay for any private individuals, as a whole, must not exceed USD\$500;
  - The place where the meal takes place is not inappropriate;
  - The purpose of the meal is to promote, show or demonstrate the Company's products and services, and
  - The invitation is not extended to any Family member or other person invited by the private individual.

(Note: in exceptional cases, such as spontaneous invitations that might arise during an unscheduled meeting, the people accompanying the guest can be invited if otherwise offensive).

An associate can occasionally accept invitations to meals from a private individual. The person who extended the invitation must be present during the meal and it must not exceed USD\$100 per person. The annual accumulated amount of meals which an Associate can receive from all private individuals, as a whole, must not exceed USD\$500.

- **Trips.** An associate can pay for the trip of a private individual, including air transportation, accommodation and local transportation if:
  - There is a justified business purpose, such as demonstrating products or services, training and conferences, or facility inspections or Company's operations.
  - The expenses comply with the austerity principle established in the code of ethics and do not

- become exorbitant (e.g., a first-class ticket is arguably unjustified).
- The trip does not include friends nor Family members of the guest.
- The trip does not imply any deviations or taking the opportunity to visit unplanned spots (these deviations are unnecessary when they require to extend the original trip to visit other places or incur unnecessary or unjustifiable costs).
- The invitation to the trip does not include handing over cash as travel expenses per day.
- Any travel expenses amount for a private individual requires a previous written authorization.

For an associate to be able to accept any invitation to a trip or tour of any kind extended by a public official or private individual, the associate must have previous authorization by the Compliance Department.

- **Entertainment.** An associate can give tickets to entertainment events to a private individual if:
  - The associate is present during the event;
  - The value of the ticket does not exceed USD\$50(\*) per person. The annual accumulated amount of tickets for entertainment that an associate can give to any private individuals, as a whole, must not exceed USD\$200(\*);
  - The place is not inappropriate, and
  - The purpose of the event is or is connected with the promotion, demonstration or explanation of any of the Company's products or services.

(\*) This applies to any country where GB has operations, except in the US, where the amounts to be considered will be USD \$ 100, with a maximum of USD \$ 200 accumulated annually.

An associate may accept tickets to entertainment events from a private individual. The person extending to the associate the invitation must be present and the cost must not exceed USD\$50(\*) per person. The annual accumulated amount of entertainment events, which the Associate can receive, must not exceed USD\$200. Any entertainment event, which an associate is invited to, must be reported to the Compliance Department.

### 6.1.3. End-of-year gifts, meals, trips and entertainment

During the end of year period, from November 1<sup>st</sup> to December 31<sup>st</sup>, associates must **never**:

- Offer gifts, meals, trips, or entertainment to public officials, private individuals or their family members or third parties [linked to them](#).
- Request, receive, or accept gifts, meals or entertainment from public officials, private individuals or their family members or third parties [linked to them](#).

## 6.2. Payments in cash

Payments in cash made by Grupo Bimbo's areas must always be properly registered in the corresponding accounting books and must not exceed USD\$100. Similarly, support documentation must be included that confirms the reason for the corresponding payment in cash (e.g. receipts or invoices).

The foregoing, without prejudice to compliance with the rest of the accounting tax obligations that are applicable, such as the obligation to have the corresponding authorizations, according to the amount to be paid.

## 6.3. Donations

The Company promotes several projects to give back to the community some of what they give to it. Therefore, the Company allocates resources to support well-known non-governmental organizations, which carry out projects for environmental protection, for education and the promotion of physical activities.

However, since donations are known to be used to cover up acts of bribery and corruption, anti-corruption authorities are on the lookout for donations of this kind. The Company will not use donations as means to conceal acts of bribery or corruption. Below, the guidelines regulating donations are listed.

### **6.3.1. Regulations and general principles**

Associates can contribute on behalf of the Company, in cash or in kind, to qualified non-governmental organizations or to those that promote social well-being and quality of life for the communities all around the world, where the Company is present.

Care must be taken regarding donations made to an organization, which might be linked with public officials **or third parties linked to them**; anti-corruption authorities might consider these donations as an illicit benefit in favor of the public official **or third parties linked to them**.

Associates must never offer or give donations to an entity or organization which purpose is to influence or cause a member of said entity or organization to use their influence to support the Company to obtain or guarantee illicit or wrongful advantage.

Any donations made by the associates, on the Company's behalf, must comply with the local legislation and be previously authorized in writing by the Social Investment Committee (managed by the Global Institutional Relations Department) and by the Ethics Committee whenever a government entity, public official, customer or supplier is involved.

### **6.3.2. Good neighbor**

For this Grupo Bimbo initiative:

- The Ethics Committee will pre-approve the projects when the legal and internal requirements of the company are met.
- The area in charge of carrying out the initiative must send the complete list of projects to the Global Legal and Compliance Department.
- The Global Legal and Compliance Department shall carry out a review of each of the projects and validate their compliance with this policy.

### **6.3.3. Personal donations**

This policy does not apply to personal contributions made by the associates. In fact, we urge associates to personally participate in this type of donations. In order to clarify that these contributions are personal, when making them, associates must not use the Company's name, image, resources, facilities, working hours or any other asset, nor take advantage of their position in the Company to request for donations or force other people into making them.

### **6.4. Political contributions**

All direct or indirect contributions by the Company to political parties or candidates for elected office are prohibited.

### **6.5. Government relationships**

The Company acknowledges that associates, when performing their duties, will eventually be in touch with public officials at any level: federal, local, district or state.

The Company seeks to establish friendly and harmonious relationships with public officials. However, it is imperative that those relationships comply with the applicable law and, especially, with their Policies.

### 6.5.1. “Day-to-day” relationships

All kinds of bribery and corruption to public officers are prohibited to associates. This prohibition includes, e.g., giving any object of value in exchange of help to obtain a license or any kind of official document, to reach a settlement during a dispute with any authority or to avoid the enforcement of an administrative sanction or complaint. Similarly, it is strictly prohibited for associates to give any object of value to any authorities through a third party **with the intent that it will eventually** be for the personal benefit of an authority, public official or any other illicit aim.

The aforementioned prohibition does not include the payments made directly to those authorities during the ordinary and **legal** course of business for a licit purpose (e.g. the payment for copyrights for a license or permit) guaranteed by an official receipt **and supporting documentation of the transaction**.

In order to ensure that the relationships with the public officials are appropriate, the Compliance VP, the Ethics Committee and the Corporate Affairs Department will designate some authorized associates to act as the main point of contact to represent the Company before public officials.

### 6.5.2. Gratifications

Any gratification (payment or gift **with anything of value** to facilitate, secure the result or expedite a procedure or process before any authority) **is strictly prohibited**.

Any request of this kind or payments made by a public official or on their behalf must be reported immediately to the Compliance VP and Ethics Committee.

### 6.5.3. Communication with public officials

It is the Company’s commitment that all communication with the authorities are carried out honestly and ethically **and under the institutional and official channels**, including clear, complete, precise, timely and understandable information on any reports and documents handed over to the financial authorities, as well as any public communication. Any document addressed to a government office or authority must be carefully revised by the associates in charge to ensure all information is complete and precise.

### 6.5.4. Influence peddling

Grupo Bimbo prohibits the use of influence, financial or political power, real or fictitious, upon any public official in order to obtain a benefit or advantage for the Company to cause harm to any person, regardless of the result.

### 6.5.5. Tenders and contracts with government

The Company must fully comply with the applicable legislation and regulations governing the public procurement procedures, including public tenders and government-related contracts.

Associates must not give or offer (or try to offer or promise to carry out said acts), directly or indirectly, money or any object of value to a public official, their family members or third parties in order to influence them to use their power or influence to help the Company win a contract or public tender.

Associates must not obtain, nor try to obtain from any source:

- Sensitive information of the government procurement.
- Confidential information from the government (e.g. the list of pre-selected contenders for a contract or public tender, etc.).
- Information belonging to a contender, including, for example, information for the public tender during the government procurement process or in any other situation in which it is thought that said

information must not be made public without consent.

It is strictly prohibited to evade the requirements and/or to give false information during the public procurement procedures. Among the documents, which can be requested by the applicable government entity, in order to carry out a public procurement procedure or for contract awarding through means other than public tendering, we can find the request for a manifest of connections with the entity or with the public officials involved in the contract. The corresponding information requested regarding said manifest must be complete, truthful and it is re-stated that it is strictly prohibited to present false information in order to win the contract.

The Company demands honesty and transparency when preparing a public tender or preparing proposals based on estimated prices and costs. In addition, associates must not manipulate the tenders so that a certain contender or third party obtains it. Associates must never compromise their position when having conversations with representatives of other companies or public officials.

The Company seeks to win tenders and other government contracts through a fair process, based on the quality and value of our products, never through unethical or illegal practices.

Carrying out acts or failure to act in order to participate in public procurement procedures is strictly prohibited when due to the law or a competent authority's resolution, the Company finds itself unable to carry it out.

Failure to comply with the applicable legal framework regarding public procurement can result in remarks by regulatory bodies at different levels and in involving the Company in administrative or criminal sanction procedures against the people involved.

#### **6.5.6. Conspiracy in public procurement**

Entering into agreements, contracts, settlements or combinations among contenders, whose purpose is to obtain an illicit benefit for Grupo Bimbo or cause harm to public patrimony, will be considered as conspiracy. Grupo Bimbo prohibits associates from carrying out acts, with one or more participants and during a public procurement procedure, which imply or are intended to obtain an illicit benefit for Grupo Bimbo in public procurement.

The prohibition that the aforementioned item refers to is applicable to international business transactions.

The exchange of information with other participants during a public procurement procedure with a coordinating purpose of the proposals presented, might also be considered as conspiracy under the terms previously explained, since said exchange of information might imply the coordination of stances or prices, at the expense of the contracting governmental entity.

#### **6.5.7. Recruitment of public officers**

It is prohibited to hire a person who served previously as a public official until a year after the termination of their position so long as they possess privileged information obtained directly as a result of their job, position, or commission in public service and they can cause the Company to be benefited within the market and be placed in an advantaged position compared to its competitors.

During the recruitment of people for permanent or temporary positions, and internships (paid or not), **NO** special treatment will be given to any Official or former public official or their family members or third parties.

The Company must not have conversations regarding possible job opportunities with any public officer



involved in any tender procedure or procurement the Company is participating in.

Any decision to offer a job to a public official or their Family members requires previous authorization by the Compliance VP, the Ethics Committee or the Company's Legal Department. If approved, a background check and due proceedings must be carried out and recorded before making a job offer.

If an associate knows or notices that a candidate for a job position at the Company is a family member of a public official, they must report that immediately to the Compliance VP, the Ethics Committee or the Law Department before a job offer is made to said candidate.

#### **6.5.8. Obstruction of the powers of investigation**

When having information linked with an investigation regarding administrative offenses or a corruption case, it is prohibited to obstruct the authorities' powers, to provide false information, deliberately and without any justification delay the delivery of information, or fail to meet the requirements or adopt the authorities' resolutions.

#### **6.5.9. Lobbying**

Under the right circumstances, the Company can participate with its own projects or those suggestions made by their associates to improve current legislation or the bills applicable to the Company. The Company considers that getting involved in public policies is a right and important role to play for Companies in an open society as long as they do it lawfully and transparently. At all times, associates must participate in the lobbying activities; respect the legal context, laws and customs of every country.

The lobbying activities all over the world are strictly regulated. The Company complies with all applicable lobbying provisions and laws, which can vary in each country. Thus, only authorized associates must participate in any lobbying activity. Before participating in any of these activities, authorized associates must consult the Compliance VP, or the Ethics Committee and the Corporate Affairs Department.

#### **6.5.10. Misuse of public resources**

Whenever, and in any circumstance that Grupo Bimbo handles, receives, manages or has access to public resources, it is prohibited to perform acts to take ownership, misuse or deviate from the purpose said resources were intended for; material, human or financial.

It is also prohibited to fail to report back to the authorities regarding requirements designed to confirm the destination of said resources.

#### **6.6. Code of conduct for suppliers**

For suppliers to act on behalf of Grupo Bimbo and act in compliance with the present policy, the Company has issued a code of conduct for suppliers, which is mandatory to be signed and complied with by any person or entity wishing to conduct business with Grupo Bimbo.

#### **6.7. Training and certifications**

All Associates must know, understand and comply with the policy. Yearly trainings will be provided regarding the policy and applicable anti-corruption laws, **which are mandatory when they are assigned.**

#### **7. Report of complaints and violations**

Any transaction, which might result in an infringement of the policy and any other rule mentioned in the present document, must be immediately reported to the Compliance VP, the Ethics Committee or the Legal Department.

Reports can be made via the *Speak Up* line of the corresponding location, which is an anonymous and confidential means of communication, or sent to [comenta@grupobimbo.com](mailto:comenta@grupobimbo.com) or [compliance@grupobimbo.com](mailto:compliance@grupobimbo.com). These reports will be shared exclusively with people authorized by the Company who inevitably need to know.

Failing to report any known conduct or the suspicion of one might bind the associates to a sanction, possibly resulting in the termination of the work relationship.

If the associate is not sure that the conduct is in fact an act of bribery or corruption, they must consult the Compliance VP, the Ethics Committee or the Legal Department.

### **7.1. Prohibition of retaliation**

Retaliation against any person reporting wrongful acts or participating in their investigation is strictly prohibited. Failure to comply with this provision might result in disciplinary measures to the offender, including the termination of the work relationship.

### **7.2. Investigation into possible policy violations**

Any reported conduct or event regarding possible policy violations will be timely and properly investigated. Any complaints or reports will be given confidential treatment whenever possible. Once the investigation is finalized and if the Company concludes there was a wrongful conduct, the Company will in due time take the necessary corrective actions according to the circumstances and applicable law, which range from administrative actions and reprimands to the termination of the work relationship and the filing of a complaint with the competent authorities.

Before the determination of the corresponding action, people who engaged in those conducts will have the right to state whatever may be in their best interest.

## **8. Non-compliance**

The Ethics Committee will be in charge of dictating the corresponding disciplinary measures due to failure to comply with the provisions of the present policy, **which must be applied by the corresponding managers.**

Disciplinary measures applicable to those associates who fail to comply with the present policy will include warnings, temporary suspension or full termination of the work relationship without liability, apart from the complaint brought to the competent authorities.

Disciplinary measures taken by the Ethics Committee pursuant to the aforementioned are without prejudice to the corresponding criminal, administrative or civil procedures.

## **9. Audits and monitoring**

**Monitoring activities** and regular audits will take place inside Grupo Bimbo to verify the compliance with the policy. Among the items to be revised, it will be imperative to confirm that the procedures for public procurement or administrative procedures Grupo Bimbo takes part in to obtain or renew permits or authorizations, comply with the applicable legal framework.

Said audits can be carried out by internal or external auditors. Associates will be bound to provide the auditors with the information requested by them. In case said information is confidential, the information will be submitted to the Ethics Committee, who will determine the way it will be provided to the auditors.

**10. Responsibility / Ownership**

The Global Legal and Compliance Department is the assigned owner of the present policy and is primarily responsible for its contents, updates, and monitoring of its compliance, as well as for the presentation for approval before the Global Internal Control and Risk Management Department, Steering Committee and CEO.

**11. Updates**

The changes implemented among versions are described below:

Revisions / History of revision				
Version	Revision Date	Updated by	Approved by	Main Changes
1				
2	April 2018	Global Compliance Department	Steering Committee	The following sections were added: <ul style="list-style-type: none"> <li>• General aspects</li> <li>• End-of-year gifts, meals, trips and entertainment</li> <li>• Payments in cash</li> <li>• Influence peddling</li> <li>• Conspiracy in public procurement</li> <li>• Obstruction of the powers of investigation</li> <li>• Misuse of public resources</li> <li>• Non-compliance</li> <li>• Audits</li> </ul>
3	January 2021	Ignacio Stepancic	Luis Miguel Briola	<ul style="list-style-type: none"> <li>• Expansion of the concept of family members.</li> <li>• Linking of family members of public officials.</li> <li>• Inclusion of the Good Neighbor program</li> </ul>