

Anti-corruption and anti-bribery policy

1.	OBJECTIVE OF THE POLICY	3
2.	SCOPE OF APPLICATION	3
3.	DEFINITIONS.....	3
4.	POLICY DEVELOPMENT - STATEMENT OF COMMITMENT	3
5.	ANTI-BRIBERY AND CORRUPTION - GENERAL GUIDELINES AND DIRECTIVES	4
5.1.	Anti-retaliation and presumption of good faith.....	4
5.2.	Bribes and facilitation payments	5
5.3.	Legitimate and reasonable expenses.....	5
5.4.	Receipt of gifts, meals, entertainment, favors, invitations, hospitality and gratuities:.....	5
5.5.	Use of accepted gifts	6
5.6.	Travel	6
5.7.	Charitable contributions and donations	6
5.8.	Political Contributions	7
5.9.	Sponsorships and Partnerships	7
5.10.	Recruitment.....	7
6.	TRAINING AND COMMUNICATION	7
7.	ACCURATE AND TRANSPARENT DOCUMENTATION AND RECORDS	7
8.	COMPLAINT MECHANISM.....	8
9.	RESPONSIBLE FOR REVIEWING AND UPDATING THE POLICY	8

1. OBJECTIVE OF THE POLICY

The objective of this policy is to ensure that our operations at General Business Machines Corporation and its subsidiaries (hereinafter GBM or the Company) are conducted ethically, with integrity, transparency and in accordance with the applicable legislation in each of the countries where we operate. This is achieved through the promotion of an anti-corruption and anti-bribery culture.

2. SCOPE OF APPLICATION

This policy is mandatory for directors, shareholders and all employees of the Company and its subsidiaries, as well as for parties directly or indirectly related to it and stakeholders, understood as: customers, suppliers, strategic allies and third parties when acting on behalf of the Company, including (but not limited to) sub-contractors and consultants. The above extends to all services in which GBM participates.

3. DEFINITIONS

For the purposes of this policy, the following is understood as:

- **Employee:** Any individual who, under an indefinite (permanent) or fixed-term (temporary) contract, engages in activities within GBM or any of its subsidiaries, whether in an administrative role or within any of its governing bodies.
- **Corruption:** Any dishonest activity in which a public official, employee, or supplier abuses their position to obtain an improper benefit or advantage for himself or herself, the Company, or a third party.
- **Bribery:** Any item of value, whether financial and non-financial, including but not limited to cash, gifts, extravagant entertainment, reimbursement of personal expenses (such as education and travel), discounts, refunds and forgiveness of debts, employment opportunities, political contributions and donations to preferred charities, intended to secure an improper advantage in any business relationship.
- **Public Official:** It encompasses officials and collaborators of national, regional, local, or other government entities; candidates for political office; and elected public officials at any level of government. It also includes employees of government-owned or controlled corporations, political parties and their officials, as well as officials and employees of public international organizations—such as the Inter-American Development Bank, the World Bank, and the United Nations. Additionally, it applies to any other individuals acting in an official capacity on behalf of or representing any of the aforementioned entities.

4. POLICY DEVELOPMENT - STATEMENT OF COMMITMENT

GBM is committed to providing services with ethics and integrity, all in accordance with applicable laws, in a socially responsible manner, by establishing, implementing and enhancing an anti-bribery and anti-corruption program.

As part of GBM's commitment to anti-corruption and anti-bribery standards, the principles governing this policy are defined below and shall be fully complied with by all members and stakeholders of the Company:

- GBM does not accept or cover up acts framed within the concepts of bribery and corruption or money laundering or terrorist financing in any of its business relationships with customers, suppliers, third parties or even internally.
- GBM is committed to carry out its operations maintaining high moral and ethical principles in compliance with applicable laws. It also promotes a fair behavior in terms of competition, socially responsible with our stakeholders.
- GBM has an internal control system (controls, policies and procedures) that is responsible for regulating the local or international services that are part of our operation.
- GBM declares its position of no tolerance to bribery and corruption, in any form or type, and states its decision to take all necessary measures to combat them.
- GBM is an organization committed to the sustainability of its services, therefore, it has guidelines for the prevention and resolution of conflicts of interest.
- GBM evaluates suspected signs of bribery and corruption, under the principles of confidentiality, integrity, transparency and objectivity.
- GBM prohibits the falsification of its books and accounting records to avoid concealing bribes or improper payments or engaging in fraudulent accounting practices.
- GBM emphasizes the commitment and obligation of all its members to make the pertinent reports in case of identifying or witnessing any irregular behavior of any other member or interested party.

5. ANTI-BRIBERY AND CORRUPTION - GENERAL GUIDELINES AND DIRECTIVES

Bribery and corruption directly expose GBM and its members to potential administrative, civil, and criminal sanctions, regardless of where such conduct occurs. These practices negatively impact the Company's image, reputation, and sustainability.

Accordingly, and in line with GBM's commitment to conducting its business activities in accordance with the highest standards of integrity, ethics, and responsibility, the following guidelines are hereby established, constituting GBM's internal regulatory framework for the prevention of bribery and corruption.

These guidelines are mandatory and apply to all GBM employees, clients, and suppliers, who must act in strict compliance with the German Criminal Code, the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act, as well as all applicable local laws and regulations relating to the prevention of bribery and corruption, as applicable to GBM's operations.

5.1. Anti-retaliation and presumption of good faith

Any person who reports an incident or possibility of a corrupt act, in which he/she is not involved, will be respected the presumption of good faith.

No GBM employee will suffer adverse consequences for reporting an alleged irregular act, even if an investigation is closed and the reported facts cannot be proven, or for refusing to offer or receive a bribe, even if that would result in a loss for the Company. Consequently, you may not be subject to retaliation, threats, discriminatory measures or sanctions of any kind for your actions.

We maintain ethical reporting lines, including anonymous reporting, to protect the identity of the whistleblower if he or she prefers.

5.2. Bribes and facilitation payments

GBM strictly prohibits bribes and facilitation payments of any kind.

The following are strictly prohibited: bribes and other undue incentives offered to public officials, customers, suppliers, strategic allies, other persons or entities with whom there is a business relationship or any other person or entity.

It is forbidden that GBM collaborators, directly, indirectly or through a third party:

- Offer, promise, pay, grant or authorize a financial or other advantage or anything of value to any other person or entity for the purpose of exerting undue influence over the recipient, inducing the recipient to breach his or her duty, obtaining an undue advantage for GBM, or improperly rewarding the recipient for past conduct.
- Solicits, agrees to receive or accepts a bribe, improper benefit or other financial or other advantage that could compromise the recipient's ability to make a fair and objective decision.

5.3. Legitimate and reasonable expenses

GBM's expenses must be based on a legitimate business purpose; for example, the promotion, demonstration or explanation of GBM's services, products or business, or the execution or performance of a contract.

All expenses paid or reimbursed by GBM must be reasonable and appropriate at all times and in all places; they must also be kept within reason and in accordance with Company policies. Payments and reimbursements must be in accordance with prevailing market rates and consistent with market practices in the industry.

5.4. Receipt of gifts, meals, entertainment, favors, invitations, hospitality and gratuities

It is forbidden for any member of GBM to directly or indirectly, tacitly or explicitly request gifts, favors, invitations, attentions or gratuities, whether money, bonuses, fees, commissions, advances, per diems, checks, debit cards, entertainment, securities or any other document that may be convertible into money, as well as any other thing of value from a third party with whom the organization has business, which may affect objectivity in the decision making process of the position and compromise compliance with the general rules of conduct.

Regarding gifts, GBM members may give, pay or accept gifts, hospitality and entertainment, travel or accommodation expenses, as long as they are provided, for lawful and customary business purposes.

For the giving, payment or acceptance of gifts, favors, invitations or gratuities, the following must be considered:

- The gift must be given for a proper or duly justified reason.
- The gift must be given at an appropriate time (e.g., not before an opinion is rendered or before the award of a contract).

With respect to food or hospitality, suppliers, including GBM, generally find it necessary to provide training and hold meetings with their clients in order to inform, negotiate, demonstrate, present, and even finalize a project or business. It is valid to provide or accept some services related to these types of activities with clients, where doing so does not represent obtaining any undue advantage or contravene the client's internal procedures or applicable laws.

Likewise, the following must be considered for the acceptance or granting of hospitality:

- Not luxurious in nature.
- Not a frequent occurrence; and
- there is no suspicion of conflict of interest.

When this type of expense is for a public official, prior approval from the CFO must be obtained.

In any case, the procedures established by the Company must be observed.

When an employee has doubts regarding the possibility of receiving or giving a gift or benefit, he/she must report it directly to the Risk and Compliance Officer (hereinafter Compliance Officer).

GBM does not allow offering money under any circumstances. Nor may it give gifts to collaborators of any supplier, customer, government agency or other if doing so would compromise the business relationship.

5.5. Use of accepted gifts

The retention of accepted gifts by the recipient is at the discretion of the CFO. In making his or her decision, consideration should be given to whether the gift should be put to another use (i.e., donated to a charity or library, displayed in public offices, etc.). In no case may a GBM employee sell an accepted gift for monetary gain.

5.6. Travel

GBM may only pay for the travel expenses of a third party if such expenses arise from a legitimate business purpose.

In addition, travel may only be offered to third parties if it is kept within a reasonable level, provided in an open and transparent manner, proposed and accepted in accordance with local law, and permitted under the policies of the recipient's employer.

Only reasonable and actually incurred expenses will be reimbursed.

You must contact the Compliance Officer for approval before offering or providing travel or accommodation to a public official.

Approval of travel expenses will be made in accordance with the guidelines set forth in the Travel Management Procedure.

5.7. Charitable contributions and donations

In compliance with local and international anti-corruption and anti-bribery regulations, it is prohibited to make or give any type of donation to a domestic or foreign public official for the purpose of influencing any act or omission for the corrupt purpose of helping to fulfill GBM's interests or obtaining an improper advantage for GBM and/or its clients.

GBM will make donations when the funds are used for bona fide charitable purposes and with no expectation of receiving any reciprocal benefit to the Company.

Donations must be reviewed by the Compliance Officer and approved in accordance with the guidelines set forth in the Donation Administration Procedure.

5.8. Political Contributions

GBM may not pay or provide funds, lines of credit or services of any kind to current or potential candidates for public office, political party or other political initiative, referendum or other form of political campaign, without prior written approval of GBM's Board of Directors, and legal validation to confirm the legal permissibility of the contribution or donation.

In addition, the GBM Compliance Officer must be informed of such contribution.

5.9. Sponsorships and Partnerships

At any given time, a third party may request that GBM sponsor events or enter into partnership agreements with them. As with charitable donations, sponsorships and partnerships may not be used at any time to confer a personal benefit on a public official or a person or entity with whom a business relationship has been established, or to obtain an improper advantage for GBM.

5.10. Recruitment

Employment decisions must be based on objective measures and legitimate needs. GBM may not offer any job, internship, fellowship or other employment opportunity to a public official with influence in the business relationship between GBM and a public entity, or to a member of the public official's family up to the second degree of consanguinity.

6. TRAINING AND COMMUNICATION

Training and guidance on this policy will be regularly updated and communicated in an appropriate manner.

GBM employees will receive periodic training and will be required to sign annually to understand and abide by this Policy.

In addition, all GBM suppliers will be made aware of GBM's zero tolerance policy on bribery and corruption from the outset of the business relationship (and thereafter, as appropriate).

7. ACCURATE AND TRANSPARENT DOCUMENTATION AND RECORDS

GBM's books, records and accounts should accurately reflect all transactions and dispositions in a timely manner and in reasonable detail.

GBM employees must not, at any time, submit false or misleading records. False, misleading, incomplete, inaccurate or artificial entries in GBM's books and records are prohibited.

8. COMPLAINT MECHANISM

GBM reaffirms its commitment to address and respond to any allegation of activity contrary to the responsibilities set forth in this policy.

It is the responsibility of all employees to read, understand and comply with this Policy.

The Board of Directors will ensure that this Policy is integrated into the business and will support the implementation of this Policy.

Employees who become aware of or suspect a breach of this Policy should immediately notify the Compliance Officer, or through the reporting channels made available by GBM.

9. RESPONSIBLE FOR REVIEWING AND UPDATING THE POLICY

The Compliance Officer shall be responsible for reviewing this policy on a mandatory basis, at least once a year, or whenever any circumstance arises that justifies its updating.

