



CODE OF CONDUCT FOR SUPPLIERS

CC - 016



ODINSA

Empresa de concesiones del  **GRUPO ARGOS**

V1. Dec. 1, 2020

Table of Contents

1. INTRODUCTION
2. SCOPE OF APPLICATION
3. SCOPE
4. ETHICAL PRINCIPLES OF SUPPLIERS
 - 4.1 HUMAN RIGHTS
 - 4.1.1 Prohibition of Child Labor
 - 4.1.2 Decent Treatment and Non-discrimination
 - 4.2 FULFILLMENT OF LABOR OBLIGATIONS
 - 4.2.1 Work Shifts
 - 4.2.2 Salaries
 - 4.2.3 Prohibition of Forced Labor
 - 4.2.4 Worker Dignity
 - 4.2.5 Freedom of association and unionization
 - 4.2.6 Occupational Safety and Health
5. CORPORATE ETHICS AND RESPONSIBLE BUSINESS PRACTICES
6. FRAUD, BRIBERY AND CORRUPTION RISK PREVENTION
7. MONEY LAUNDERING AND TERRORISM FINANCING RISK PREVENTION
8. REPORTING AND PENALIZING IMPROPER ACTS
9. GIFTS AND GRATUITIES
10. CONFLICTS OF INTEREST
11. CONFIDENTIALITY OF INFORMATION
12. FAIR COMPETITION
13. ENVIRONMENTAL SUSTAINABILITY
14. SUSTAINABILITY
15. COMPLIANCE WITH THE CODE

1. INTRODUCTION

Odinsa S.A., an affiliate of Grupo Argos, is a Colombian company that structures, promotes, manages and develops road and airport infrastructure projects, and has become a vehicle for regional connectivity and a source for development.

At Odinsa S.A. we have deployed a new value creation proposal and responsible business management based on solid corporate governance and sustainability guidelines, as a source for competitiveness. Sustainability, as the key component of our strategy, enables us to promote the creation of shared value for our stakeholders and the company.

In view of the above, we have developed this Code of Conduct for Suppliers as a tool to guide their actions, defining the way they must act during negotiations and contractual relationships with Odinsa S.A., and the principles of business conduct and ethics adopted by the Company.

2. SCOPE OF APPLICATION

The Code of Conduct for Suppliers is a compendium of rules that define the standards of conduct expected by Odinsa S.A. and that guide the actions of suppliers, under the ethical principles of integrity, responsibility, respect and commitment to life.

We understand that ethical behavior is everyone's responsibility, regardless of the position they hold or the responsibilities they perform, and for this reason we act by respecting the principle of integrity in all our professional relationships, and we demand the same from the people or stakeholders we interact with.

The Code of Conduct for Suppliers of Odinsa S.A. is considered an extension of the Code of Business Conduct of Grupo Argos.

3. SCOPE

This Code of Conduct applies to all suppliers of goods and services that have a contractual relationship with Odinsa S.A. and subcontracting firms engaged to perform the activities agreed upon, the Contracting areas of Odinsa S.A., as well as its related parties and subsidiaries that decide to adopt this Code. They all must ensure that their actions are always framed within the rules set forth in this document.

We require fulfillment of the following policies and guidelines of the Company throughout our goods and services acquisitions chain:

1. Fraud, Bribery and Corruption Risk Management Policy
2. Money Laundering and Terrorism Financing Risk Management Policy
3. Contracting Manual
4. Code of Business Conduct
5. OSH Manual for Contractors

4. ETHICAL PRINCIPLES OF SUPPLIERS

4.1 HUMAN RIGHTS

The suppliers and contractors of Odinsa S.A. are committed to respecting human rights and to treating their employees and everyone involved in fulfillment of the activities of their operations in a decent and respectful manner.

Suppliers or contractors of Odinsa S.A. must understand and undertake to abide by the following parameters:

4.1.1 Prohibition of Child Labor

Any form of exploitation of child labor by the supplier is strictly prohibited. Child labor is defined as any mental or physical activity that is physically, socially or morally harmful or dangerous for children, or that directly interferes with their mandatory educational requirements as defined by the corresponding authority.

4.1.2 Decent Treatment and Non-discrimination

Suppliers of Odinsa S.A. shall not engage in any discrimination for reasons of sex, race, national or family origin, language, religion, political or philosophical views, as well as any form of discrimination related to salary remuneration.

4.2 FULFILLMENT OF LABOR OBLIGATIONS

4.2.1 Work Shifts

Suppliers shall ensure employees' working hours are those agreed upon by the parties, or in the absence of such agreement, the maximum number of working hours allowed by the applicable legal regime.

4.2.2 Salaries

Suppliers shall remunerate their workers with fair salaries and in accordance with applicable legal provisions.

4.2.3 Prohibition of Forced Labor

Suppliers of Odinsa S.A. shall not engage in forced or mandatory work practices, slavery or human trafficking; suppliers shall allow their workers to terminate their work contracts after having given due notice to their employer, as set forth in labor law.

4.2.4 Worker Dignity

Suppliers shall not engage in any type of abuse or disrespect that is detrimental to the workers' dignity, such as: cruel, inhuman or degrading treatment; corporal punishment; discriminatory practices; physical, psychological or verbal harassment; arbitrary interference in the private life, family, home or mail.

4.2.5 Freedom of association and unionization

Odinsa S.A. respects the right to organize labor unions and the right to engage in collective bargaining by its employees, subject to the legal regime and democratic principles; suppliers must also respect these rights of their employees.

4.2.6 Occupational Safety and Health

From the time the work contract is signed, suppliers must comply with the requirement of affiliating their employees to the comprehensive social security system, and must verify that its subcontractors also comply with such obligation.

They must report and manage any injuries, incidents, accidents or work-related diseases that may arise, and implement programs and controls to prevent their occurrence.

They must provide their employees the personal protection equipment and materials required to prevent any harm or health effects.

They must have the required permits issued by the competent authorities and by the OSH Professional to perform activities inside the facilities of Odinsa S.A.

They must comply with the rules established in the **OSH Manual for Contractors** within the time frames established by Odinsa S.A.

Depending on the activity, they must have an Occupational Health and Safety System with programs to ensure the prevention of work-related accidents and diseases, as well as the promotion of healthy habits in a clean, safe and healthy work environment.

5. CORPORATE ETHICS AND RESPONSIBLE BUSINESS PRACTICES

- ✓ Suppliers must comply with all applicable laws and regulations.
- ✓ No type of agreement will be made with unlawful groups for performance of our activities.
- ✓ No activities will be carried out with third parties involved in human rights violations.
- ✓ Negotiations with our stakeholders shall be based on ethics, transparency, respect and corporate social responsibility.
- ✓ Suppliers must comply with the conditions established in the contracting processes, in abidance of all laws and regulations that apply to the organization.
- ✓ Our suppliers must comply with the tax obligations that apply to them in accordance with applicable law. Odinsa S.A. shall not be held liable for taxes of third parties.

6. FRAUD, BRIBERY AND CORRUPTION RISK PREVENTION

Suppliers shall be committed to the following:

- ✓ Not to incur in actions related to fraud, bribery and/or corruption.
- ✓ Not to engage in illegal activities.
- ✓ Not to use the other party, or its business relationship with the other party, to engage in illegal acts or acts related to fraud, bribery and/or corruption.
- ✓ To comply with applicable laws, requirements and orders of national and international competent authorities regarding the prevention, control and management of the risk of fraud, bribery and/or corruption.

7. MONEY LAUNDERING AND TERRORISM FINANCING RISK PREVENTION

Suppliers shall be committed to the following:

- ✓ All resources, funds, assets or goods related to the contractual relationship are derived from legal sources and are not associated with money laundering or any of its associated crimes.
- ✓ The goods produced in connection with the contractual relationship shall not be used to finance terrorism or any other criminal activities, pursuant to applicable criminal law.
- ✓ The suppliers, their directors, shareholders, partners or employees have not been included in national or international lists to control the risk of money laundering and terrorism financing.
- ✓ Their activities must not involve any of the illegal activities included in the Colombian Criminal Code or any law and amends or supplements it.
- ✓ The suppliers shall provide truthful and verifiable information and shall update their personal, institutional, business and financial information at least once a year, or as requested by Odinsa S.A.
- ✓ Suppliers undertake not to invite to participate or to implicate the organization in any activity related to money laundering and terrorism financing.

8. REPORTING AND PENALIZING IMPROPER ACTS

Suppliers shall not offer or promise, either directly or through any third party, any personal agreement or any agreement considered inappropriate that seeks to obtain any business benefits or other type of business advantage. Similarly, suppliers shall not

accept any type of business advantage or preferred treatment by the contracting area of Odinsa S.A.

If a supplier, a contracting area or employee of Odinsa S.A. becomes aware of any improper act, it must be reported to the Transparency Hotline of Odinsa S.A., which guarantees protection of the identity of the reporting party to facilitate reporting of improper acts in an anonymous and confidential manner.

Transparency Hotline: 01-8000-124-333

E-mail: lineadetransparencia@odinsa.com

Suppliers and employees are committed to using these channels to report any improper act they become aware of and that runs against the law, the company's policies or this Code.

9. GIFTS AND GRATUITIES

Suppliers shall not offer or grant any employee of the organization, directly or indirectly, any gifts, money or cash equivalents, or any other unauthorized advantages with the purpose of benefiting from a contract award.

They shall also refrain from accepting gifts or gratuities from employees with such purpose.

Odinsa S.A. employees are under the obligation of complying with the Policy on Gifts and Gratuities, as set forth in the Code of Business Conduct.

10. CONFLICTS OF INTEREST

A conflict of interests exists when the relationship between a supplier and an employee of Odinsa S.A. gives rise to situations or business, work, or kinship relationships that could affect the objectivity of decision-making regarding a Supplier.

In the event of a conflict of interests, the employee of Odinsa S.A. must immediately report it to the Conduct Officer of Odinsa S.A., describing it in detail and supporting it, with the purpose of issuing recommendations on the adequate management of the conflict.

11. CONFIDENTIALITY OF INFORMATION

Suppliers shall maintain the confidentiality, integrity and availability of the information derived from the contractual relationship.

If Odinsa S.A. deems it relevant, it may request the signing of a Confidentiality Agreement.

12. FAIR COMPETITION

Odinsa S.A. promotes free competition and avoids any action that limits the possibility of competing in a free, independent and autonomous manner. We expect our suppliers to manage their companies in a manner consistent with free and fair competition and in accordance with applicable antitrust regulations.

13. ENVIRONMENTAL SUSTAINABILITY

Odinsa S.A. supports and promotes the implementation of good operating practices, environmental protection practices and the development of sustainable projects.

Suppliers shall abide by environmental regulations and shall seek to prevent and/or minimize environmental impacts in all their operations.

They shall comply with the requirements established in the environmental license, the Environmental Management Plan and/or the Environmental Protocols of the facilities or projects where they provide services, as well as any other guidelines or policies defined by law or by Odinsa S.A. regarding the environment and sustainability.

Suppliers shall obtain and keep, whenever necessary, all required permits, licenses, registrations and restrictions related to this matter up to date.

14. SUSTAINABILITY

Suppliers shall abide by the Global Compact Principles, as well as by the rights recognized in the Universal Declaration of Human Rights, the Principles of the International Labor Organization and national legislation related to human rights.

Failure to abide by the above principles on the part of the Supplier shall be considered a serious breach of the contractual relationship.

15. COMPLIANCE WITH THE CODE

In the event any of our suppliers incurs in any act that contravenes the provisions of this Code, Odinsa S.A. shall be entitled to suspend any contract or business relationship with said supplier, and exclude it from any current or future negotiation or selection processes.