



CODE OF ETHICS
FOR THIRD PARTIES RELATED TO
COMPANIES FROM GRUPO BAL





CODE OF ETHICS AND CONDUCT
FOR THIRD PARTIES RELATED TO
COMPANIES FROM
GRUPO BAL



INTRODUCTION

At *Grupo BAL* we conduct ourselves ethically in all our operations and business relationships, demonstrating this through our culture and the consistency of our actions and behavior. Our values form the foundation of this culture and ethical conduct, which is why we extend them to the Third Parties with whom we establish business relationships, as they are essential to our value chain. Therefore, *Grupo BAL* establishes this Code of Ethics and Conduct, to ensure that the behavior of Third Parties with whom it interacts aligns with our culture throughout our business relationship.

Third Parties with whom *Grupo BAL* interacts are expected to behave ethically, maintaining honest, respectful, transparent, equitable, and fair relationships, always acting with integrity, in accordance with the law and the guidelines of this Code.

Grupo BAL maintains internal norms as part of the Corporate Governance of each company. These norms encompass policies and procedures designated by each company, which are mandatory, and include guidelines for the evaluation and engagement of Third Parties. This Code serves as a reference framework for the actions of our Third Parties.

The hiring, Compliance and Audit departments are responsible for verifying the compliance with this Code in our relationships with Third Parties.

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VALIDITY AND OBJECTIVES

This Code of Ethics and Conduct defines the ethical standards that must guide the conduct of all Third Parties engaging with *Grupo BAL* companies. It is mandatory and remains valid indefinitely as long as the business relationship is maintained.

The term “Third Parties” refers to, but is not limited to, consultants, external representatives, distributors, agents, dealerships, advisors, franchisees, external accountants and lawyers, sales representatives, customs agents, similar intermediaries or any supplier of products or services with whom *Grupo BAL* companies have a relationship. This concept also includes all Business Partners with whom *Grupo BAL* companies conduct business, as well as any person interacting with entities or government officials at any level of government, on behalf of their engaging *Grupo BAL* company.

2

CORPORATE VALUES

The reputation of *Grupo BAL* companies has been forged and remains constant thanks to the principles upheld by our employees both within and outside the workplace; it is our individual commitment to uphold the following values:

A

INTEGRITY

To always act with rectitude under the principles of honesty, truth, justice, and transparency; to be congruent between what we think, we say, and we do, as well as to take individually, freely, and consciously, the commitment to develop the assigned tasks and the responsibility to fulfill them with care and promptness, to achieve the quality and excellence that distinguish us.

C

RESPECT

To recognize the inherent value of every person and to treat them impartially, without distinction, to preserve their dignity and personal integrity, avoiding any conduct that may be offensive. As a fundamental part of this principle, we value the opinions and beliefs of all people and communities; therefore, we are willing to listen to ideas that differ from our own, to recognize their value and to accept people's right to disagree. In addition, we are deeply committed to abide by the law and its spirit, and to protect the environment.

B

LOYALTY

To always fulfill, even in adverse conditions, our commitments to our shareholders, the Group's companies, our clients, colleagues, suppliers, authorities, society and even to ourselves. Furthermore, to look after the Group's company's assets by safeguarding the assets entrusted to us, by keeping confidential the information we handle and by protecting the intellectual property rights and industrial secrets of *Grupo BAL* companies.

GENERAL PRINCIPLES

Grupo BAL is committed to excellence and innovation, conducting business in compliance with applicable regulations and establishing relationships with Third Parties based on criteria such as quality, profitability, service, technical capacity, competitiveness, impartiality, economic aspects, experience, in addition to their ethics and integrity, aligned with the needs of *Grupo BAL* companies.

Therefore, in addition to sharing our values, it is imperative that those who have commercial relationships with the companies of *Grupo BAL*:

- Are either legally incorporated companies or individuals conducting business both maintaining a reputable standing.
- Comply with and ensure compliance with relevant laws, regulatory frameworks, and provisions applicable.
- Base their relationships on good business practices, ethical commitments, and the current legislation, as well as this Code of Ethics.
- Establish mutually beneficial, long-term relationships.
- Report, through the “Línea Correcta” hotline reporting mechanism, any unlawful activity, malpractice or breach of this Code or any applicable regulations, of which they are aware, involving employees of the companies that integrate *Grupo BAL* or related Third Parties.
- Impose the appropriate sanctions for non-compliance with this Code.

The minimum behaviors expected from the Third Parties include:

- Consistently fulfilling their commitments, with honesty, and responsibility.
- Treating *Grupo BAL* personnel with full respect for their dignity, refraining from any conduct that may be offensive such as harassment, mobbing, discrimination, or defamation. Likewise, treating their own staff with respect and dignity, upholding their human and labor rights.
- Ensuring there is no forced or child labor.
- Projecting the good image of *Grupo BAL* through their appropriate behavior, especially when acting on its behalf or representing it.
- Avoiding actions that may jeopardize the safety or health of any individuals on the premises of the companies of *Grupo BAL*.
- Respecting the established behavioral rules within the facilities of the companies of *Grupo BAL*.
- Refraining from misrepresenting facts, information, or documents, and cooperating with investigations regarding violations of this Code of Ethics and Conduct, by truthfully providing information.

- Promoting and adhering to high standards of environmental protection and community welfare.
- Safeguarding received confidential information, regardless of the reason of its provision.

- Respecting individual's privacy.
- Upon acceptance as a Third Party, affirming their commitment to this Code by signing their adherence, as well as to the Conflict-of-Interest Statement.

Grupo BAL maintains a zero-tolerance policy towards bribery and corruption. Therefore, Third Parties associated with the group must adhere to the applicable laws and refrain from:

- Requesting *Grupo BAL* personnel or related Third Parties to provide any information related to competitors' quotations or confidential information to receive benefits or advantages such as being hired.
- Requesting or managing invoice payments outside the agreed terms or deadlines, or beyond our internal policies.
- Directing payments to entities or individuals other than those stipulated by contract, or genuinely associated to the *Grupo BAL* companies.

- Giving or offering gifts, hospitality, sponsorship, incentives, or payments of any kind to *Grupo BAL* personnel or companies, outside our internal policies.
- Giving, offering, or receiving gifts, hospitality, sponsorship, incentives, or payments in cash or in kind, to unfairly obtain an advantage, commercial benefit or to illegitimate influence any government authority towards any of the *Grupo BAL* companies.
- Providing or offering payments or bribes directly or indirectly to expedite any government procedures in which any of the companies of *Grupo BAL* may be involved.

COMPLIANCE WITH LAWS AND REGULATIONS

Grupo BAL, requires adherence to applicable laws and regulations, and Third Parties are expected to take necessary measures to comply with relevant regulations. Therefore, Third Parties must provide the documentation that may be required by the Group companies to ensure regulatory compliance, such as, the required information to ensure the compliance with the tax and social security obligations of the specialized service providers.

4.1 PROTECTION OF PERSONAL DATA

Third Parties must respect the privacy of their employee's and client's data, comply with applicable regulations on personal data protection, handle and safeguard data appropriately and promptly report potential breaches involving *Grupo BAL* companies.

4.2 ANTI MONEY LAUNDERING

Third Parties acting on behalf of or associated with *Grupo BAL* companies must understand and comply with the legal provisions to prevent of money laundering and terrorist financing, ensuring *Grupo BAL* services or products are not used to conceal or simulate illicit resource origins. *Grupo BAL* does not engage in business with Third Parties showing objective indications of involvement in such activities.

4.3 CRIME PREVENTION

Grupo BAL is committed to prevent crime within its companies, requiring diligent compliance with applicable laws from all related Third Parties.

Third Parties must immediately report, through the whistleblower hotline, any crimes potentially affecting or related to *Grupo BAL*.

Third Parties are expected to maintain effective controls for crime prevention and in case of crime being committed by their personnel to the detriment of *Grupo BAL*, establish corrective measures.

Grupo BAL companies will enforce appropriate disciplinary measures, in addition to any legal consequences.

4.4 OUTSOURCING OF SPECIALIZED SERVICES

The *Grupo BAL* companies may only outsource specialized services to Third Parties, duly registered in the registry of the Department of Labor and Social Welfare (*Secretaría del Trabajo y Previsión Social*) and that provide all the information requested by the *Grupo BAL* companies to demonstrate compliance with the applicable tax and labor requirements.



4.5 FAIR COMPETITION

Grupo BAL promotes healthy, fair, and free competition in its business, expecting Third Parties to comply with applicable competition and antitrust laws and regulations, including:

- Independently participating in procurement processes, tenders, or bids.
- Refraining from agreements that could artificially and improperly manipulate prices and restrict free competition.
- Not to share, within a procurement process, sensitive information that could lead to distortions in competition, such as price catalogs or quotations.
- Refrain from sharing information using unethical methods or from unlawful sources.



ANTI-CORRUPTION

Grupo BAL conducts all its operations and business relationships in an ethical manner. Therefore, it has established a zero-tolerance policy for corruption, bribery, and facilitation payments.



5.1 CORRUPTION

Corruption involves the abuse of power for personal benefit or for a third party. It encompasses various situations such as bribery, nepotism, collusion, influence peddling, facilitating, or accelerating payments, conflicts of interest, theft, extortion, embezzlement, misuse of resources, among others.



5.2 BRIBERY

Bribery constitutes any offer, promise or giving of a benefit, whether in money, gifts, entertainment payments, hospitality, travel, dues payments, vacations, offers of employment, privileges, loans, personal services, assumption of obligations or the giving of anything of value in exchange for:

- Avoiding compliance with a legal provision, administrative or judicial resolution.
- Failing to comply with other company's code of conduct or statement of ethical principles.
- Obtaining a direct or indirect advantage or personal benefit.
- Influencing a decision.
- Securing a business.

The above applies whether it is carried out with public officials, authorities, private companies or between individuals.

5.3 FACILITATION PAYMENTS

A facilitation payment is any form of monetary or in-kind payment (typically of small value) made to a public servant to expedite or secure the performance of a routine governmental action". A "routine governmental action" is an activity for which the public servant is responsible.

When conducting business activities regarding to or on behalf of *Grupo BAL* companies, Third Parties shall:

- Comply with applicable local and international anti-corruption regulations, including but not limited to the Mexican General Law of Administrative Responsibilities (*Ley General de Responsabilidades Administrativas* or LGRA), the Federal Criminal Code (*Código Penal Federal* or CPF), the Foreign Corrupt Practices Act (FCPA), and the United Kingdom Bribery Act (UKBA).
- Ensure that all their staff and others working on their behalf are aware of and comply with these regulations.
- Always act with integrity and transparency, especially when interacting with government authorities, public agencies, and public service personnel
- Refrain from engaging in or being perceived as participants in bribery, facilitation, or corruption, either on their own behalf or on behalf of *Grupo BAL* companies.

- Refrain from promising, implying, offering, or giving bribes, gifts, hospitality, fees, rewards, facilitation payments or any other type of benefit to any staff of the public service or *Grupo BAL* companies, including invitations to entertainment events, travel, donations, or anything comparable, to obtain an undue advantage or illegitimately influence any action or decision.

If any Third Party participates in an act of bribery, facilitation, or corruption, or in any conduct that could be perceived as such, any type of relationship with *Grupo BAL* companies may be terminated, and they may be as a supplier or Third Party, regardless of any measures, if any, that may be legally appropriate.



5.4 GIFTS AND HOSPITALITY

Throughout the year, *Grupo BAL* personnel are prohibited from accepting or requesting any form of special treatment, gifts, compensation, or gratuities from Third Parties, that could be perceived as a bribe, or that could compromise the exercise of their function in any way, whether real or perceived by others.

Therefore, it is *Grupo BAL's* policy to prohibit the acceptance and/or giving of a gift, and under no circumstances is it permitted to accept a gift in cash or its equivalent in gift cards or with commercial conditions other than those offered to the public.

Grupo BAL is prohibited from accepting invitations from supplier's personnel, customers, financial institutions, or Third Parties to shows or sporting or entertainment events. In the case of invitations for commercial or business-related purposes, such as presentations and conferences, these must be authorized in accordance with the corresponding Internal Policy before being accepted, and travel expenses will be covered by the corresponding *Grupo BAL* company.

Any form of hospitality received by employees of *Grupo BAL* companies must be for legitimate business purposes and therefore it should be appropriate, lawful, and proportionate to this purpose.

5.5 POLITICAL CONTRIBUTIONS

Grupo BAL recognizes and respects everyone's right to engage in political activities. If a Third Party decides to make contributions for political purposes, such contributions must comply with applicable laws, be legal and must not interfere with or compromise the obligations and responsibilities of the Third Party, or be made with the expectation of obtaining a direct or indirect benefit for any of the companies of *Grupo BAL*.

5.6 EXPENSE REIMBURSEMENT

Reimbursement of travel and other business expenses incurred by the Third Party on behalf of or in representation of *Grupo BAL* shall be solely for reasons related to the business of the relevant *Grupo BAL* Company, for business purposes and in the ordinary course of its operations; in all cases, this shall be stated in the respective contracts.

CONFLICT OF INTEREST

Conflict of interests occur when there is a potential impairment of the impartial and objective performance of a Third Party's duties due to personal, family or business interests conflicting with those of the *Grupo BAL* companies. The interests of *Grupo BAL* companies must always take precedence over any other interests.

A conflict of interest exists when, but is not limited to, a Third Party, its shareholders, directors, or key personnel related to *Grupo BAL* companies:

- Breach with their responsibilities due to pressure exerted by a Third Party, because of their position, authority, or influence.
- Receive any improper benefit, whether personal, through a family member or a Third Party, due to their relationship with *Grupo BAL* companies.
- Is a former employee of *Grupo BAL* companies and provides goods or services, without the corresponding authorization in accordance with the Internal Policy.

Third Parties must identify and avoid situations where a real, potential, or apparent conflict of interest may exist. If detected, they must immediately inform the Compliance area or report it through the whistleblower hotline.

INTELLECTUAL PROPERTY AND CONFIDENTIALITY

Grupo BAL requires Third Parties to respect its intellectual and industrial property rights and refrain from disclosing confidential or sensitive information of *Grupo BAL* companies to unauthorized third parties, even after the commercial or legal relationship has ended.

Taking photographs, videos, audio recordings and live broadcasts within the *Grupo BAL* company's facilities is strictly prohibited without prior authorization.

Third Parties, when accessing confidential information through their business relationships, must take necessary measures to ensure that non-public and potentially trade secret information remains strictly confidential. They are responsible for safeguarding and refraining from disclosing it.

New technologies, inventions or literary and artistic works created by Third Parties for their assignment are the exclusive property of *Grupo BAL* companies.

CARE AND PROTECTION OF RESOURCES



Assets owned, leased, or used by *Grupo BAL* companies, whether tangible (cash, securities, furniture, real estate, machinery, equipment, vehicles, email, etc.) or intangible (trademarks, patents, logos, concessions, etc.) may only be used by Third Parties expressly authorized for operational purposes, of the *Grupo BAL* companies and not for personal use.



SUSTAINABILITY

Third Parties are expected to promote respect for human rights, good community relations and environmental care as well as to safeguard the Group's physical and informational assets.

9.1 HUMAN AND LABOR RIGHTS

Third Parties commit to protect the human and labor rights of their personnel, ensuring dignity and respect, without discrimination based on ethnic origin, nationality, gender, age, disability, social or economic status, health conditions, religion, sexual orientation, marital status, union membership, or any other action that violates human dignity. All the above should be carried out through actions aimed to:

- Comply with all applicable local and international labor and human rights regulations, including, but not limited to, the Political Constitution of the United Mexican States (*Constitución Política de los Estados Unidos Mexicanos*) and the Federal Labor Law (*Ley Federal del Trabajo*), among others.
- Promote and implement fair labor practices in accordance with the law.
- Fulfill the legal requirements for the compensation and benefits of its personnel.
- Limit overtime to the maximum amount allowed by law.
- Apply reasonable pay for performance systems.
- Not to use payroll deductions and withholdings as a disciplinary measure.
- Implement the necessary measures prevent forced labor, child labor and recruitment of persons related to human trafficking.
- Ensure that their personnel are treated fairly and with dignity.
- Ensure that their workplace is free from any form of discrimination, harassment, and retaliation.
- Respect freedom of expression and association. Respect and promote diversity and inclusion.
- Respect different preferences and backgrounds, including religious, spiritual, and ideological beliefs.
- Provide the necessary facilities and conditions for employees with disabilities within their workplaces.
- Promote gender equality prevent gender-based violence.
- Prevent harassment, including labor and sexual harassment.
- Respect individual's privacy.
- Respect political preferences and affiliations, without interfering or restricting participation in political affairs.

9.2 HEALTH AND SAFETY

Grupo BAL prioritizes health and safety in its workplaces and maintains an appropriate culture for risk prevention, providing training, equipment, and tools necessary to maintain a safe and healthy work environment.

Third Parties must comply with the internal conduct, safety, and hygiene rules of the *Grupo BAL* companies, and under no circumstances shall endanger anyone's physical integrity.

It is forbidden to consume, possess or sell alcohol, narcotics, or any other prohibited substances on the premises of *Grupo BAL* companies, as well as to enter under their influence. Possession or use of weapons within the workplaces of the *Grupo BAL* companies is also prohibited.

Third Parties are expected to adopt strict health and safety measures in accordance with regulations and high standards to protect their personnel and *Grupo BAL* employees' integrity.

If the Third Party's activities are carried out outside the premises of the *Grupo BAL* companies, the Third Party is expected to ensure healthy and safe workplaces with adequate measures to prevent accidents and occupational diseases.

9.3 ENVIRONMENT

Grupo BAL is committed to environmental protection, and encourages Third Parties to adopt measures to protect, care and mitigate environmental risks, carrying out actions such as those indicated below:

- To reduce carbon footprint through energy efficiency.
- To minimize the environmental impact with clean energies.
- To protect ecosystems through reforestation and wildlife conservation.
- To implement measures to preserve biodiversity.
- Ensure no adverse impact on biodiversity.
- To seek efficiency in use of natural resources, like water and non- renewable materials, recognizing their social, environmental, and economic value.
- To prevent pollution through waste reduction, reuse, and recycling.
- To promote environmental protection.



9.4 COMMUNITY RELATIONS

Communities, as well as the Third Parties *Grupo BAL* engages with, are strategic partners. Building trust is the only way to achieve and maintain our social license to operate. As a result, *Grupo BAL* expects Third Parties to embrace this commitment by:

- Maintaining the social license to operate, contributing to the culture of social responsibility, respect for nature and the communities in which the *Grupo BAL* companies operate.
- Respecting the local culture and customs.
- Promoting human rights and self-determined development.

- Treating the community members with dignity and respect, taking steps to prevent coercion, harassment, abuse, threat, or use of violence.
- Preventing negative impacts on community health, safety, and welfare.
- Preventing involvement in contemporary forms of slavery, forced labor, child labor, human trafficking, and sexual exploitation.



Third Parties intending to be engaged or currently engaged in business relationships with one or more of the *Grupo BAL* companies must comply with the due diligence process applicable. This process identifies, evaluates, and mitigates risks related to reputation, integrity, regulatory compliance, sustainability, and information security.

The due diligence process documents and evaluates, with a risk-based approach, factors as the nature of the goods or service to be delivered, focusing on key matters of corporate ethics and integrity, legal compliance, anti-money laundering, human rights, personal data protection, labor and social security compliance, sustainability, and outsourcing.



EXPECTATION OF MEMBERSHIP

Third Parties in business relationships with *Grupo BAL* must commit to respect this Code by signing an adherence letter or accepting the corresponding clause(s) included in their contract.

This Code of Ethics and Conduct, along with the related policies, are accessible on <https://bal.lineacorrecta.com> for easy access and dissemination.

For questions or concerns, please contact the Compliance department (at cumplimiento.corporativo@bal.com.mx).

WHISTLEBLOWING AND PROTECTION AGAINST RETALIATION

Grupo BAL encourages Third Parties to use the anonymous and confidential complaints mechanism, to report concerns without fear of retaliation.

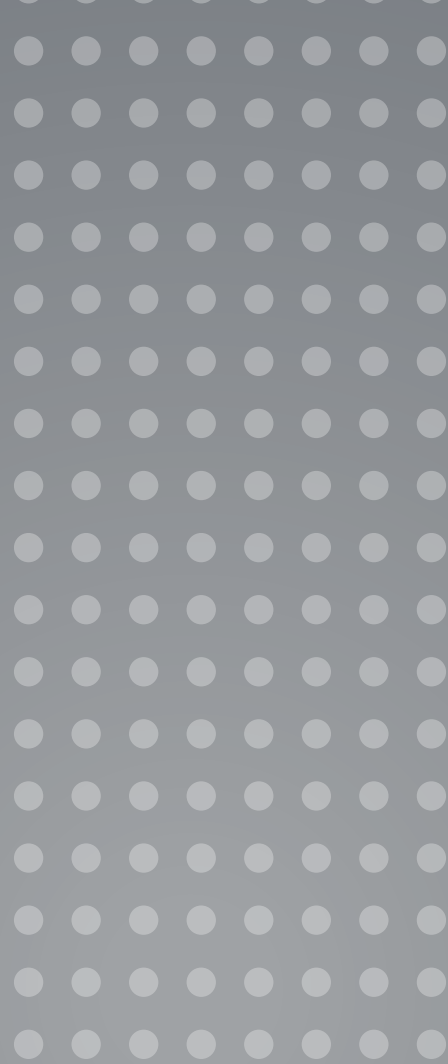
A whistleblower mechanism is also available to report any conduct contrary to this Code of Ethics and Conduct.

Website: <https://bal.lineacorrecta.com>

Phone: 800 0146774

Email: bal@lineacorrecta.com

Grupo BAL is committed to the protection and confidentiality of whistleblowers, so is forbidden to impose any form of punishment or retaliation against those who raise or assist in raising a genuine concern in good faith about a breach of this Code, as well as those who cooperate in any investigation.



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