

COMPLIANCE MANUAL

INTRODUCTION

The business of Drummond Ltd. (DLTD) is built on a foundation of honesty and integrity. Based on this premise, the Company promotes in its employees, providers, contractors, and other stakeholders, the greatest of rigor in all of conduct, which must be governed and inspired by the highest ethical standards.

In line with these principles, DLTD has established its Business Ethics Program to strengthen an organizational culture based on the principles of ethics and legality. It guarantees an internal control focus targeted mainly on the prevention of conduct not in line with internal policies and rules, and with the law, and also to protect the company's good image and reputation.

It also pursues familiarization of all employees, providers, contractors, and other DLTD stakeholders with the Business Ethics Program, using established channels whenever they face situations in which there may be doubts or scenarios that could lead to possible violations of the Company's Code of Conduct or policies, or of laws against bribery and corruption.

OBJECTIVE

To consolidate a culture against bribery and corruption, based on the principles of honesty and integrity established in the Code of Conduct, thus promoting behavior with zero-tolerance of corruption and bribery.

To strengthen the Business Ethics Program, which seeks to identify, analyze, evaluate, and deal with risks related to corruption, transnational bribery, and other corrupt practices, in compliance with the applicable legal requirements, the Code of Conduct, and Company Policies.

SCOPE

This manual is applicable to all DLTD processes and all employees, providers, contractors, and any third party that has a relationship with DLTD.

DEFINITIONS

Compliance Audit: A periodic review of proper execution of the Business Ethics Program.

Conflict of Interest: A situation faced by an employee, provider, or contractor in development of his/her work, when personal interests or those of people related conflict with those of the Organization and may be incompatible.

Corruption: The abuse of power for an improper benefit, either personal or corporate.

Due Diligence: A periodic review that should be made of legal, accounting, and financial aspects related to an international deal or transaction whose purpose is to identify and assess the risk of transnational bribery or any other corrupt practice that could affect DLTD. Due diligence may also have the purpose of verifying good credit or the reputation of Contractors.

Fraud: Fraud is understood to be an intentional action or omission designed to deceive others, carried out by one or more individuals with the purpose of appropriating, taking advantage, or taking hold of a material or intangible asset belonging to another, in an improper manner, in harm to the other, and generally due to a lack of knowledge or astuteness on the part of the affected party.

Bribery: Bribery is a form of corruption, and consists in offering, requesting, receiving, or delivering any object of value with the objective of meeting an obligation in an incorrect manner or of obtaining an improper advantage.

Transnational Bribery: An action by virtue of which a legally established entity, through its employees, managers, associates, contractors, or subordinate firms, gives, offers, or promises a foreign public official, either directly or indirectly: (i) amounts of money, (ii) objects of monetary value, or (iii) any benefit or worth in exchange for which said public official engages in, omits, or delays an action related to his functions in connection with an international deal or transaction.

APPLICABLE LEGISLATION

This manual is in strict compliance with the current laws in Colombia in the area of corruption and bribery:

- Law 1474 of 2011 (Anticorruption Statute)
- Law 1778 of 2016 (Transnational Bribery)
- Resolution No. 100-002657 of July 25, 2016 issued by the Superintendent of Corporations.
- Circular 100-000003 of July 26, 2016 issued by the Superintendent of Corporations

COMMITMENT OF SENIOR MANAGEMENT

DLTD's Senior Management is committed to preventing bribery and corruption, cooperating in these ways:

- All business decisions are based on our ethical principles and Colombian law.
- We will disseminate the policy against corruption and bribery and set an example in our behavior through attitudes, decisions, and concrete actions.
- We will take leadership in assuring transparency in all of the actions and decisions of our business.
- We will continue building an operation in Colombia based on our Code of Conduct, our principles, and ethical conduct.
- We will actively participate in fomenting these actions and attitudes with each one of our partners, providers, contractors, and employees.
- We will always embrace the different initiatives of the company and the country, and other international initiatives that promote transparency and the fight against corruption and transnational bribery.
- We will not tolerate in any of our employees, providers, or contractors any kind of corrupt action or bribery.

RISK ASSESSMENT

The methodology for risk assessment identifies the risks and those causes that affect the organization's processes, identifying events that could materialize in the form of risks of bribery and corruption.

For the analysis, use is made of what has been established by different entities such as:

- ✓ Corruption Perceptions Index by Transparency International
- ✓ Transparencia por Colombia
- ✓ Observatory against Corruption at the Office of the President of the Republic
- ✓ Studies done by the ANDI

Risks are updated annually with the objective of identifying new situations of risk, assessing current risks, defining new controls, and improving current controls.

DUE DILIGENCE CONTRACTORS OR PROVIDERS

DLTD has a procedure for managing providers and contractors, in order to perform due diligence before registration as a Company provider or contractor.

This manual describes the risk assessment and other elements that demonstrate sufficient due diligence. It establishes criteria for requesting, approving, deactivating, or reactivating a provider. It also regulates modifications or changes, and follow-up and updating, to finally conclude with procedures to receive, preserve, and archive documents related to these processes.

BUSINESS ETHICS PROGRAM

DLTD has a Business Ethics Program based on the Code of Conduct and the policies established by the Company.

The structure of the Business Ethics Program is based on DLTD's Code of Conduct, the commitment of its executives, the work of the Ethics Committee and the Communication Channels, and is supported by the following Company Policies:

- ✓ Policy against Corruption and Bribery
- ✓ Conflict of Interest Policy
- ✓ Human Resources Policy
- ✓ Donations and Contributions Policy
- ✓ Personal Data Protection Policies and Procedures Manual
- ✓ Human Rights Policy
- ✓ Mechanism for denouncing irregularities and filing claims
- ✓ Ethics Committee Procedure

The Business Ethics Program has four lines of action that support it:

Risk analysis: Each year the risk assessment is updated and analyzed by the Company's Ethics Committee. Specific recommendations are described in an action plan that is controlled and verified by the Compliance Officer together with the Audit area.

Yearly Communications Plan: This plan defines campaigns for disseminating policies and elements that support the Code of Conduct.

Training for employees, providers, and contractors: This program organizes at least one (1) annual training session on the topics of corruption and bribery, targeting all company employees, but particularly those employees who, based on their jobs, are determined to have greater exposure to situations of possible bribery or corruption. Training is also given to providers and contractors.

Compliance Monitoring Activities: The Ethics Committee, with support from the Compliance Officer, reviews disciplinary processes, investigates irregularities and complaints, and oversees compliance with the program policies.

COMPLIANCE PRINCIPLES

The following principles are adopted in compliance with this manual and complementary policies:

- a) Our conduct must be guided by the organizational values defined in our Code of Conduct.

b) This manual is for mandatory compliance by all DLTD employees, providers, contractors, and stakeholders.

c) DLTD is committed to adhering to the highest ethical standards and abiding by all applicable laws and regulations, confirming its position of zero tolerance for any conduct that could be considered corrupt.

d) Employees and third parties must denounce any failure to comply with DLTD's policies, making use of the mechanisms made available by DLTD to that end.

e) Any employee or third-party who uses said mechanisms to make a denouncement in good faith of a violation or failure to comply with the policies that support the Business Ethics Program will be protected against any type of retaliation.

ARCHIVING AND PRESERVING DOCUMENTS

All documents connected with the Business Ethics Program can be found in the Integrated Management System – IMS.

The person responsible for archiving and preserving the documents derived from the activities of the Business Ethics Program is the Compliance Coordinator, who must therefore ensure they are kept updated.

DISCIPLINARY PROCEDURE

In matters related to workers connected with the Company, action must be taken in accordance with the labor laws, the Company's Internal Work Regulations, and the pertinent disciplinary rules.

Disciplinary procedures are led by and are under the jurisdiction of the Human Resources area. Those processes, however, that involve a failure to comply with the Business Ethics Program will also be taken to the Ethics Committee for review and analysis.

Providers and contractors must comply with and are regulated by what is agreed on in the contract that defines the obligations and rights of the parties, the consequences for a failure to comply, and the manners established for legally terminating the relationship, as necessary.

COMMUNICATION CHANNELS

The Company has established different communication channels that can be used by all employees and other stakeholders to report conduct suspected of involving any mode of bribery or corruption, in addition to communicating any doubts or needs related to complying with the

Business Ethics Program.

- denuncias@drummondLtd.com
- Report to the postal address: Calle 72 No. 10-07 Oficina 1302 Bogotá D.C.
- Ethics Hotline: 018000919161
Direct phone number 57 (5) 5719499
Internal Extension number: 8499
- Denouncement Form

The information is received by the Company's Ethics Committee, guaranteeing the confidentiality of the information and the person providing it and protecting that person from any type of retaliation.

CONTRACTS OR AGREEMENTS WITH THIRD PARTIES

All contracts signed by DLTD must include a signed Know your Provider/Contractor Document containing declarations regarding anti-corruption and anti-bribery conduct. In all cases, the person responsible for the negotiation must ensure that said document is signed before the contracts or agreements are signed.

THE COMPLIANCE OFFICER AND HIS RESPONSIBILITIES

DLTD's Compliance Officer has the following responsibilities:

- ✓ Properly articulate Compliance Policies with the Business Ethics Program, and present a report to the President of his work as the Compliance Officer.
- ✓ Foment observance of the approved Business Ethics Program whose content is for mandatory compliance by all employees, providers, contractors, and other third parties that have a relationship with the Company.
- ✓ Update the assessment of the risk of bribery and corruption, and those in the Business Ethics Program.
- ✓ Provide support to all stakeholders in relation to the Business Ethics Program.
- ✓ Prepare the annual report on the program's functioning to the Ethics Committee.
- ✓ Preserve the Program's documents.
- ✓ Facilitate periodic training for Company employees, providers, and contractors on the prevention of bribery and corruption.
- ✓ Together with the Ethics Committee, investigate complaints, reports, and claims received through any of the communication channels.
- ✓ Attend to and coordinate requirements and requests from any judicial or administrative authority.

PROGRAM SUPERVISION

The Ethics Committee will supervise the Business Ethics Program in periodic meetings for follow up and control.

DISSEMINATION OF THE PROGRAM

The Business Ethics Program will be disseminated by means of publication on the Company's webpage, guaranteeing all stakeholders have access to and familiarity with it. In addition, the Compliance Officer will organize periodic training sessions for all Company employees, providers, and contractors in this subject matter.