

Code of Conduct of Empresas Y&V

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CODE OF CONDUCT OF EMPRESAS Y&V

PREFACE

In Y&V, we acknowledge the importance of *best corporate governance practices* and the present Code of Conduct was implemented to assure compliance thereof. This Code clearly sets forth a set of principles that will make it possible to foster the commitment to maintain an ethical conduct in business, as well as in our daily actions, in our employees, business partners, suppliers and other stakeholders. The understanding and acceptance of this Code commit us to the implementation of the company's values and policies. The Code of Conduct is the guideline to "doing the right thing" before making decisions, by addressing the various situations that may arise in any environment where Y&V carries out its business with integrity.

The objects of this Code of Conduct are as follows:

- To prevent and avoid unethical conducts in the dealings, actions and exchanges within the organization.
- To identify in advance any situations that may negatively impact our business relationships, for the purpose of taking the measures required to prevent them from happening.
- To avoid any situations with our shareholders, employees, business partners, suppliers and stakeholders that may raise the presumption of an inappropriate conduct, thus making it possible to solve any ethical concerns or actions which are contrary to the values and interests of the organization.

In Y&V, we believe that companies are built on sound principles of freedom, respect, equity and diversity; acknowledging moral principles and the merit of our employees. We offer competitive salaries, safe working conditions and training tools for our employees to carry out their duties in an efficient manner.

As an organization, we need to promote the development of professional and personal skills, offer equal opportunities for growth, share the knowledge gained, and promote social ties among the members of Y&V, in the context of a culture of innovation wherein the best ideas are recognized and implemented.

SCOPE

The Code of Conduct is of mandatory compliance for our employees, shareholders, business partners, suppliers and other stakeholders. The Compliance Management will be responsible for promoting it through training activities.





CORE PRINCIPLES

In performing their duties, our employees will act in conformity with the following core principles:

Honesty.- To act at all times with integrity, probity and veracity, promoting a culture of trust in the organization, acting with diligence, honor, justice and transparency according to the company's values, refusing at all times to accept any benefit, privilege, compensation or advantage, either for oneself or for a third party, that might question ones honesty or willingness to comply with the duties inherent to one's position.

Lawfulness.- To act with strict adherence and compliance with the laws, regulations, agreements, decrees and other applicable provisions.

Loyalty.- To take on the responsibilities inherent to one's position with the commitment and personal conviction of belonging to Y&V, and not only because of the financial gain received or the pursuit of individual gain.

Fairness.- To comply with one's duties in an objective manner and without prejudice, offering the individuals or organizations with which one interacts a fair treatment, there being no distinctions, personal, economic, affective, political, ideological or cultural preferences, and other factors giving rise to some kind of influence, undue benefits or privileges, remaining detached at all times from any particular interest.

Efficiency and Effectiveness.- To achieve the goals set, focusing on the results, using as few resources of the organization as possible, and in the times established to comply with one's goals, carrying out all tasks with excellence and quality.

Responsibility.- To carry out one's duties with care, dedication and professionalism, in a hardworking and responsible manner, fully assuming the consequences arising from one's actions or omissions, becoming involved in one's duties for the purpose of increasing productivity and helping strengthen the performance of the organization in a better manner.

OUR RESPONSIBILITY WITH Y&V

Proprietary information and confidentiality.- Our employees are responsible for protecting the confidentiality of the information and the proprietary information of Y&V, the shareholders, employees, business partners, suppliers and other stakeholders available to them in carrying out their duties. In no instance will an employee use the information for his/her own personal benefit.

The information will be used in a correct manner and will not be disclosed to third parties. It will not be disclosed to any unauthorized person, being a part or not of the organization, without the prior consent of the parties involved. Our employees must be discrete, cautious in the way they express and in their remarks in their everyday relations with other employees, shareholders, business partners, suppliers, clients and other stakeholders. They will handle hardware, software, data, email and other means of information exchange with care, avoiding disclosure or undue access to the confidential information, either of the company or of the individuals being a part thereof. This effort is extensive to maximizing the actions aimed at protecting the equipment, data storage devices and working materials, and the media used in broadcasting, theft-protection, damage-protection, inappropriate (unauthorized) access-protection, and protecting the equipment and the information therein. Special care should be observed in protecting personal information in order to guarantee the right to personal and family privacy, protecting said information with appropriate means. Those employees that, because of their position, have access privileges to confidential information of the company or to personal

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information of their coworkers, are necessarily obliged to observe this duty of confidentiality, and noncompliance will be regarded as a serious misconduct. Searching for and obtaining, by any means whatsoever, confidential information of the company outside the scope of their specific duties or personal information from other employees will also be regarded as a serious misconduct.

Any proprietary information of the Y&V's business partners and suppliers, or personal information of other employees, received from third parties with access to confidential information, that is presumed to have been obtained by inappropriate means, will be reported to the organization. The employee will immediately inform his/her immediate supervisor and the Compliance Management.

In Y&V, we welcome that our employees express themselves freely, and we respect the right thereof to using broadcasting and mass media; however, under no circumstance whatsoever are the employees authorized to represent the company in any mass media without the prior consent of the Board of Directors. If an employee chooses to identify him/herself as an employee of Y&V and discloses matters related to the organization in any social media, he/she is obliged to comply with the guidelines of the present Code, our policies and procedures, being subject to disciplinary actions, if applicable.

Conflict of interest. There is a conflict of interest when, in exercising one's duties, there is a clash between the personal interests of the employee and that of the organization. Faced with the risk of being involved in a situation of conflict of interest, either apparent or actual, said situation needs to be assessed in a timely manner and notified to the immediate supervisor, as well as, to the Compliance Management, for the purpose of receiving the guidelines to solve it.

The employee will make sure that his/her actions are not contrary to the interests of Y&V. In no case will an employee use his/her position to lead others to provide him/her benefits for him/herself or for third parties, nor will he/she use the position thereof at the expense of Y&V and its reputation. It is strictly forbidden that our employees be involved in any company of our competitors, business partners, suppliers and other stakeholders; this is a serious conflict of interest, that needs to be notified immediately to the immediate supervisor and the Compliance Management.

For Y&V, choosing our suppliers and subcontractors, as well as awarding orders and/or authorizing their invoices, are tasks that require special attention; to ensure transparency, all internal procedures will be followed, avoiding any situation that might be deemed as a conflict of interest. In the event there is any interest in or a relationship with a business partner, supplier or subcontractor by any member of our organization, the employee will alert the organization about said situation. This case will be referred to the immediate supervisor, prior notice to the Compliance Management, in order to assess the situation and, if applicable, to appoint another employee not involved in the conflict of interest, to the tasks giving rise to the potential conflict.

Financial records. All transactions will be reflected in a timely and suitable manner in the accounting records of the organization, for the purpose of being used in the preparation of the financial statements, in conformity with the generally-accepted *accounting principles*; said financial statements will include all of the company's assets and liabilities. Any report or statement including financial information, either for internal or public use, must comply with the laws and regulations in force, as well as with the internal procedures of the organization regarding how they should be drawn up.

Quality, Safety, Health and Environment. In Y&V, we promote a culture of protection of health, and personal safety under the working conditions and areas by adopting the Policy of Quality, Safety, Occupational Health and Environment. This policy includes the protection and safety of our employees, shareholders, business partners, suppliers and other stakeholders while visiting the sites or facilities wherein Y&V is a service provider. We assure an effective implementation of this Policy via the Management Systems, in conformity with the provisions of the ISO 45001:2018: ISO 14001: 2015 and ISO 9001: 2015 standards.

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In addition, in Y&V, we promote actions that foster the protection of the environment, we support involvement and interaction of the company with the communities in which we operate, providing initiatives aimed at improving the quality of life of those communities, promoting a culture of sustainability and respect to the environment, encouraging our employees to get involved with the communities and ensure that proper use is given to natural resources.

Corporate Social Responsibility (CSR). In Y&V, Corporate Social Responsibility is a bastion that is practiced through conscious actions of respect to people and the environment, and a commitment to the development of those who collaborate with us, the communities and society in general.

Weapons, drugs and alcoholic beverages. Under no circumstance will any kind of weapons be allowed inside the workplace, nor will violent behaviors will be tolerated. In Y&V, we look after the health and safety of our employees; in this respect, it is forbidden to work while under the influence of alcohol and psychotropic substances that jeopardize that the execution of the activities is carried out in a safe manner. Said prohibition encompasses trafficking, possession or distribution in the facilities of Y&V. In like manner, we control the use of tobacco inside the facilities of the organization. When holding celebrations or traditional corporate events, a limited use of alcoholic beverages will be allowed prior authorization by the management.

Policy in traveling and travel expenses. In Y&V, we have standards related to travel logistics, advance payment of traveling expenses and statement of expenses. The employees will maintain an austere conduct and will account for all expenses made as set forth in said standards.

Prohibited payment: Offering, present, payment, promise to pay or authorization to pay any sum of money or of something valuable, either directly or indirectly, to a public official for the purpose of: (a) influencing any act or decision of the public official, (b) inducing the public official to carry out or refrain from carrying out an act in infringement of the duties thereof, (c) obtaining an improper advantage, (d) inducing the public official to use the his/her leverage before a government or any of its agencies, to affect a decision of said government or agency, for the purpose of favoring someone.

In Y&V, it is strictly forbidden to offer a "prohibited payment". Any encouragement to accept it or a related proposal or suggestion will be notified to the immediate supervisor and the Compliance Management.

Prohibited transaction: (a) To receive, transfer, transport, withhold, use, structure, divert or hide the product of any unlawful activity, including drug trafficking, fraud and bribing a public official; (b) to be a part of or be involved, finance, support financially or in other way, promote, allow or grant donations to any person, activity or organization involved in terrorism.

In Y&V, it is strictly forbidden to make a "prohibited transaction." Any encouragement to accept it or a related proposal or suggestion will be notified to the immediate supervisor and the Compliance Management.

Presents, gifts and invitations: In Y&V, we are cautious when accepting or making gifts, inviting for meals or entertaining to maintain a relationship of trust with our business partners, suppliers and others related to us. Offering and accepting presents, invitations and entertainment is allowed, as long as they are lawful, they are occasional, and cannot be deemed as a factual influence or show to affect the decisions of the employee and/or the organization. Offering or accepting gifts in cash is strictly forbidden.

In any case, one must seek the consent of the supervisor before accepting any expensive presents or gifts, as well as an unusual invitation.

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If an inappropriate gift is received from a business partner, supplier or related party, it must be returned explaining, in a clear and courteous manner, that the gift is an infringement to the policies of Y&V. In such a case, the supervisor needs to be notified.

Software copyrights: In Y&V, with the purpose of complying with the regulations on licensing agreements, and in favor of copyrights, making unauthorized copies of any kind of protected material is forbidden. The software used and sponsored by Y&V needs to have the corresponding licenses. Our employees will observe the restrictions, limitations and policies implemented related to downloads, installation and use of computer programs.

All of the information provided by Y&V via computer hardware, computer programs and networks will be exclusively provided for business purposes; even though a personal limited use of the assigned equipment is allowed, all digital records, such as emails or files, are the property of Y&V, having the right at all times to examine the information stored in and forwarded via these equipment.

Unfair competition. In Y&V, we understand fair and effective participation in the market. We do not manage businesses and/or processes, and neither try to maintain relationships with our clients using undue actions or acts; we stand against unethical actions or acts and unfair competition. Each of us needs to relate in an honest and open manner with our employees, clients, suppliers and competitors, with due regard for their rights.

In like manner, our organization expects that both our clients and our suppliers neither gain nor conduct business by using unlawful actions or unfair competition, such as: arrangements, any kind of bribe, unfair agreements with our competitors, misleading commercial practices and non-compliance potentially subject to civil and/or criminal liabilities under the Law.

Our employees will in no case obtain an illicit gain from a business situation by abusing of privileged information, misrepresenting the facts or undertaking any activity that could be deemed as unfair treatment.

We are committed to complying with the principles of observance of the law and business ethics; we understand that working together with our competitors to establish the rules of the market is against the law and that it is strictly forbidden. This prohibition includes setting or controlling the prices; allocating products, markets or territories, as well as restricting manufacturing, sale or production of any product and/or providing any service.

Prohibition of political contributions. Y&V does not make contributions of any nature to any kind of political party, political party officials, organizations, political leaders, candidates or political campaigns.

Integrity. In Y&V, we observe local laws and regulations, as well as the laws of the countries in which we operate, observing the highest standards of honesty and with integrity. It is forbidden to carry out any act contrary to the provisions of this Code and of the laws in force.

Harassment and Discrimination. In Y&V, any form of harassment and discrimination within the working environment is strictly forbidden, including sexual harassment and/or verbal abuse, the use of nicknames, insults, threats, insinuations, intimidation, a degrading, hostile or humiliating conduct on considerations of gender, sexual orientation, political affiliation, religion, social status, nationality and/or race by supervisors, coworkers, suppliers or clients. In this respect, our employees have the responsibility of reporting all incidents immediately. They may seek their supervisor, the Ethics and Compliance Committee or the Compliance Management, as well as use the chain of communication mentioned below. Y&V will make sure that there are means for reporting complaints available and that the information related to these complaints is accessible to all. Complaints may be filed anonymously.

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Email Y&V's Compliance Manager
Email address: gerencia.cumplimiento@yvsite.com

Offences: It is expected that all of our staff and Y&V's business partners or affiliates understand and observe this Code of Ethics and Conduct, as well as the applicable anticorruption laws. Infringement thereof will result in disciplinary actions that may include dismissal and/or termination of the business relationship with Y&V. Noncompliance may result in potential financial sanctions to the company, as well as jail and fines to the individuals involved in the act in question. An infringement of the applicable anticorruption laws may in like manner result in operating restrictions, such as suspensions or banning from bidding, may result in a significant damage to the reputation of the company and its staff, and even result in the dissolution of Y&V.

Complaints. Y&V's employees, suppliers and business partners have the responsibility of immediately reporting any suspicion or knowledge of an infringement of the present Code of Conduct, or any other policy implemented by Y&V and the applicable laws. They may choose to file the complaint before their supervisor, the Ethics and Compliance Committee, the Compliance Management, or via the chain of information below. Y&V will make sure that there are means for reporting complaints available, and that the information thereon is adequate. Complaints may be filed anonymously.

Email Y&V's Compliance Manager
Email address: gerencia.cumplimiento@yvsite.com

Non-Retaliation. Under no circumstance will Y&V retaliate or tolerate retaliation against those employees who, in good faith, report an actual or potential infringement of the Code of Conduct.

Queries. Queries related to this Policy or the applicable anticorruption laws must be filed before the Compliance Management.

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