

POLICY

Interaction with Public Officers

Code: PO.ADC.03

Version: 03

Type: Public

This PO.ADC.03 document is integrated to the body of the current internal regulation of the entities Distribuidora de Electricidad de Oriente, Sociedad Anónima and Distribuidora de Electricidad de Occidente, Sociedad Anónima. All references made to ENERGUATE in the present document must be understood as references to the entities Distribuidora de Electricidad de Occidente, Sociedad Anónima and Distribuidora de Electricidad de Oriente, Sociedad Anónima, indistinctly.

	Responsible
Created by	Internal Audit and Compliance ROLANDO LARA
Approved by	General Manager PAULO PARRA

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Historical Revisions

Version	Date	Reason
01	11/04/2019	Redrafting of document
02	04/25/2022	Adaptation of content into the current policy template, updating of definitions according to corporate policy, as well as modification in some points of the policy with the purpose of clarifying and strengthening controls for its application.
03	09/01/2023	Update of communication channel and persons responsible of this policy.

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1. OBJECTIVE

Give basic guidelines to employees of ENERGUATE or third parties acting on its behalf, interest or representation, that have relationship with Public Officers while they perform any activity associated to the company, respecting and complying with the applicable laws, regulations, rules and guidelines that govern that relationship.

2. SCOPE

ENERGUATE is required to implement and comply with all the provisions of the present policy and its current guidelines, in the interaction with public officers.

Likewise, it is required that contractors of ENERGUATE keep the same spirit and intention of such policies and guidelines, standardizing the provisions that correspond to them according to the nature of their contract.

3. REFERENCE DOCUMENTS

a. Internal

- CO.ADC.01 Code of Conduct and Ethics
- PO.ADC.01 Anticorruption and Antibribery
- PO.ADC.02 Conflict of Interest
- PO.ADC.04 Commercial Courtesies
- PE.CRE.01 Management of Donations, Social and Community Investments and CSR Initiatives

b. External

- Decreto 31-2012 Law against corruption

4. DEFINITIONS

- a. Merchandising products: group of products or merchandising or promotional items (usually include the logo and brand) that have low or irrelevant nominal or resale value in the market, and that are used to promote and merchandise a product or brand. For example: pens, caps, cups, agendas, calendars, among others.
- b. Employee; refers to directors, managers, officers or employees that are part of ENERGUATE or the third party services that act in its representation.
- c. Conflict of Interest: situation where the business, financial, family, political or personal interests may interfere with the judgement of value from Employees while carrying out their obligations towards the company.

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- d. Apparent Conflict of Interest: there is the appearance that the personal interests of an Employee may influence incorrectly its decision. Even if it is not the case, it may generate wrong or suspicious perceptions, damaging its image.
- e. Potential Conflict of Interest: when an Employee has susceptible personal interests or situations that, in the future, may create a real conflict of interest.
- f. Real Conflict of Interest: when a conflict of interest is materialized
- g. Public Contributions: refers to the contribution or the direct or indirect financing of local or foreign political parties; established on in creation; to candidates to public positions, advisor or officials in the public exercise or intermediate institutions that seek to raise funds in order to finance ordinary activities in elections campaign.
- h. Commercial Courtesies: attention given personally to third parties with the purpose of starting to create a business, commercial or professional relationship. This includes, but is not limited to, events, meals, business meetings, entertainment, conferences, travels or others in which the host is present.
- i. Anything, independently of its value: widely, this term must be understood as money in cash, or its equivalent (such as gift certificates, purchase vouchers) borrowings, gifts, travels, entertainment, political contributions, donations, work offers, business management, favorable conditions for obtaining a good or service.
- j. Donation: to make available resources or provide good or services with no charge addressed to answer to requests or to support charitable causes, to benefit a social cause, to serve the public interest, benefit directly a group or community, or in another way generate goodwill on behalf of ENERGUATE. Even though generally are short-term and punctual, these investments allow the company to be seen as sensible to local needs.
- k. Public Officials: the term Public Official, governmental authority or officials of elected governments or appointed includes widely the following:
 - Any official or employee of any entity, department or agency of the government (either foreign, national, federal, state, municipal, local or tribal) and of any branch of state power (executive, legislative or judicial).
 - Any official or employee of regulatory commissions, supervisor bodies and/or any other institution or entity that exercises supervision over the company.
 - Any employee of a business, school, hospital or other state entity or company owned by the government or with state participation within their shareholders.
 - Any political party or official, chairholder or employee of it.

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- Any candidate for a public position.
 - An international public organization or any entity or agency of it, just as its officials or employees. (for example, United Nations, International Olympic Committee, FIFA Committee or the World Bank).
 - Any person who acts as official or in representation of a governmental entity.
 - Union leaders and representatives must be treated as Public Officials, independently if they are considered or not as such by the laws of the corresponding jurisdiction.
- l. Management of Interests: is the activity through which natural persons (individuals) or legal promote their points of view and interests in the decision-making process of the Public Officers, with the purpose to guide these decisions in the sense or objective desired by these.
- m. Facilitation Payments: are non-official and improper payments that are made to a public official in order to obtain or accelerate the performance of routine or needed action of which the one making it has a legal right. For example: the obtention of passports, routine operations, acceleration of proceedings.
- n. Politically Exposed Person (PEP): natural persons, national or foreign, that hold or for the last five (5) years have held important public functions or prominent functions in an international organization, either in national or foreign territory, and whose financial circumstances may be object of public interest.
- o. Personnel with High Exposure to Compliance Risks (PERC): are those positions in which an Employee meets any of the following criteria:
- Has authority to assume commitments on behalf of the company.
 - Authorizes contracting, supervises or manages the activities with Business Partners.
 - Exercises the representation of the company externally.
 - Has decision power in the management of resources and/or services.
 - Has decision power in the management of money.
 - Has interaction with Public Officers.
 - Manages or access sensible and/or confidential information of the company.
 - Travels to foreign countries to attend businesses in representation of the company.

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- p. Judicial or Administrative Processes: are the cases or processes (disputes) in which the company is a party (active, passive or third), independently of its nature either criminal, civil, administrative, constitutional or others.
- q. Suppliers: people or institutions with which the company keeps commercial, contractual or business relations and includes in a wide sense: contractors, goods and/or services providers, consultants, subcontractors, advisors, agents, distributors, commercial partners, etc.
- r. Gifts and Presents: thing given or received for free in a voluntary manner or by tradition. It may be goods or services that are given as symbol of friendship, appreciation or to promote personal, business, commercial or professional relationships. The gifts or presents include, but are not limited to, promotional articles, food baskets, consumption vouchers, tickets for sports or cultural events, travels, any other product independently of its value, or not monetary benefit, that is given to an individual or group of persons in which the host is not present.
- s. Bribery: offer, promise, delivery, acceptance or request of an improper advantage independently of its value (that may be or not of financial nature), made direct or indirectly, and independently to its location, in violation of the applicable law, as incentive or reward for a person to act or not in relation to the performance of its obligations.
- t. Business Partner: includes, but is not limited to customers, consumers, “business alliances”, business alliances of partners, members or a consortium, suppliers, contractors, consultants, subcontractors, vendors, advisors, agents, distributors, representatives, intermediates and investors.

5. RESPONSIBILITIES

- a. Employees
 - To know and comply with this Policy and the current regulations of the country where they apply.
 - Report any breach or transgression to this Policy.
 - Ask about any doubt or concern.
 - Attend and complete the training processes that are scheduled.
- b. Managers, Submanagers and People Responsible of the Process
 - Disclose this policy, clarify and elevate any doubt about it.
 - Raise awareness among employees about compliance with this Policy and the applicable regulations.

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- Understand how the interactions with Public Officers may have an impact on the businesses of the company.

Approve the interactions with public officers from the employees mentioned in the form *FO.PO.ADC.03.01 Interaction with Public Officers. Define along with Human Resources and Communication Management and Compliance the positions authorized to interact with Public Officers.*

c. Legal Services Management

- Inform about guidelines and recommendations established in the regulations of each jurisdiction in respect to the interaction with Public Officers, when it proceeds.
- Inform and solve questions about the legal frame applicable to this Policy.
- Channel and clarify any doubt or comment related with the legal frame applicable to this Policy.

d. Compliance

- Update its content when required.
- Communicate and disclose to all employees of ENERGUATE, the updates, changes, exceptions and any other matter related to the Policy.
- Channel and clarify any doubt or comment about the Policy.
- Give specific guidance about each situation or case that may arise in the application of the Policy.

6. DECLARATION OF POLICY

The relationships with Public Officers must be transparent, open, documented and executed within the current legal frame.

Is understood as Interaction with Public Officers the management by an Employee or any third party acting on behalf, interest or representation of the company, with the purpose of obtaining some action or decision from a Public Officer. The interactions may be in person, virtual or telephone calls. For example: the management of an official permit or authorization, the approval of a technical file, etc.

This policy must be read along with the corresponding sections of *CO.ADC.01 Code of Conduct and Ethics*, policy *PO.ADC.01 Anticorruption and Antibribery* and policy *PO.ADC.04 Commercial Courtesies*.

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6.1. Prohibition of Bribery and Facilitation Payments

ENERGUATE and none of its Employees or third party acting on its behalf, interest or representation, will offer or promise Any Thing Independently of its Value, will make or authorize payment or Facilitation Payments to Public Officers, direct or indirectly, with the purpose of winning or retaining businesses or to try to influence a decision.

Bribery usually includes:

- Bribe with part of a payment of a contract to Public Officers or to employees of the other contracting party, their close relatives, friends or commercial partners or
- Use intermediates such as operators, agents, subcontractors, consultants or other third parties, to channel the payments to Public Officers or to employees of the other contracting party, its close relatives, friends or commercial partners.

6.2. Conflicts of Interest in relationships with Public Officers or PEP's

If, during or after an interaction with a Public Officer or PEP is noticed that there is a Real, Potential or Apparent Conflict of Interest, it must be reported as soon as it is noticed through the form *FO.PO.ADC.02.01 Conflict of Interest Submitted* which is referred in policy *PO.ADC.02 Conflict of Interest*.

6.3. Positions that interact with Public Officers

ENERGUATE must define the positions authorized to interact with Public Officers based on the functions and responsibilities of each position. The responsibility of defining this is from the Managers, along with the Human Resources and Communication Management and Compliance with the approval of the General Management.

For each position must establish a level of Public Officer and type of interaction or operations that is authorized to have.

All those interactions or operations that are not previously defined in the positions, must be previously approved by the corresponding Manager and reported to Compliance. This approval does not imply a change in the definition of the position.

6.4. Recommendations for the Development of meeting with Public Officers.

I. Previous phase:

Before holding a meeting or diligence with one or more Public Officers in representation of the company, must have into account the following recommendations:

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- Request a formal appointment, preferably in written with the correct anticipation depending on the topic, indicating the reason for the meeting.
- If possible, inform previously the Immediate Boss.
- Prepare correctly for the meeting. List the points to be addressed and establish the position of the company.
- Verify if there is a Conflict of Interest.
- Identify the Public Officers that will participate in the meeting or diligence.
- Try to go accompanied to the meeting. Having witnesses offers support about what happened in it.
- Make an analysis of the situation and context. If you notice something possibly illegal or irregular ask your Immediate Boss, the Legal Service Management or Compliance.

II. Execution Phase:

During the development of the meeting or diligence, you must have the following in account:

- Do not promise or delivery anything that is not allowed.
- Do not promise anything about something that you do not have the decision power or previous approval.
- Reject any irregular offering or of something that is not allowed.
- Ask before accepting any proposal that generates doubts or that may be irregular.
- Prepare a deed of the meeting or issue a subsequent report.

III. Subsequent Phase:

After the meeting or diligence is finished, observe the following recommendations:

- Inform immediately about the result of the meeting or diligence, this contributes with transparency.
- Report your Immediate Boss, Legal Services Management or Compliance, if you identified any illegality, irregularity or if you have doubts about what was discussed or agreed during the meeting or diligence.
- Issue form *FO.PO.ADC.03.01 Interaction with Public Officers*, ENERGUATE will determine the frequency in function of the level of interactions with Public Officers in each of its operations. The form must be sent to the Manager or its hierarchic line and to Compliance with a maximum periodicity of three months.

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6.5. Gifts to Public Officers

It is prohibited to give direct or indirectly Gifts, Presents or any liberality, independently from its value, to Public Offices, such as donations, free services, position or work offers and others.

Exceptions:

Exceptions to the present provisions are the following:

- Gifts and donations in favor of a public entity.
- Information materials.
- Trainings duly supported and approved by the head of the public entity.
- Recognitions or awards with commemorative value or conferred in public events.
- Samples distributed with promotional purposes.
- Lunches, meals, cocktails and similar, of common practice in the development of the institutional relationships, which are of a reasonable value.
- Merchandising products.

For all effects, the exceptions contained in the present number must comply with all the other provisions established in policy *PO.ADC.04 Commercial Courtesies*.

6.6. Commercial Courtesies that include Public Officers

The Commercial Courtesies, included meals, that include Public Officers, must be previously approved. In case that attending to the logistics or circumstances is not possible to request a previous approval, it must be made through regulation means as soon as possible.

For the approval of these Commercial Courtesies, the Employee must indicate in written the date, place, reason, participants and approximated value of the expense. For the corresponding approval, the rule of “two levels of up of supervision” will be followed. ENERGUATE will establish the recording mechanisms and evidence of the approvals or regulations made within its internal procedures and controls.

In addition, all Courtesies granted to a Public Officer must comply with the provisions established in policy *PO.ADC.04 Commercial Courtesies*.

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6.7. Permits, licenses, audits, supervision diligences and general proceeding

In the obtention of permits or authorizations, audit or supervision processes made by authorities, supervisor or regulator bodies and the performance of any general proceeding before any Public Officer must comply with the following rules:

- Is not allowed to deliver or offer anything, independently of its value, direct or indirectly:
 - To facilitate or accelerate a permit, license or general proceeding.
 - To facilitate or benefit in any way the company in an audit, supervision or similar process.
 - To obtain, retain or ensure a business or advantage for the company.
- Just the rates, tariffs and payments officially established must be paid.
- For contracting a consultant, clerk or agent to act on behalf or representation of the company must previously comply with the internal requirements established in the processes of due diligence and contracting.
- It is not allowed to use consultants, clerks or agents as intermediates of irregular conducts.
- It is not allowed to request for reimbursement of expenses for non-official concepts or the use of petty cash for expenses not authorized.
- It is not allowed to authorize “special fees” without support.

6.8. Management of Interests

The Management of Interests must be made transparently and observing the legal regulations of the corresponding jurisdiction, reason why:

- Must use just arguments that are related to the subject matter.
- For contracting an operator, consultant, clerk or agent to act on behalf or representation of the company, must comply previously with the internal requirements established in the processes of due diligence and contracting.
- It is not allowed to use operators, clerks or agents as intermediates of irregular conducts.
- It is not allowed to request for reimbursement of expenses for non-official concepts or the use of petty cash for expenses not authorized
- It is not allowed to authorize “special fees” without support.

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6.9. Management of judicial and administrative processes

- The judicial or administrative defense of the interests of the company must be made transparently and observing the legal regulations of the corresponding jurisdiction.
- Must use only arguments related to the process to be treated.
- For contracting lawyers or lawyer studies must comply previously with the internal requirements established in the specific procedure *PE.RHS.02 Recruitment, Selection and Internal Promotion*.
- It is not allowed to request for reimbursement of expenses for non-official concepts or the use of petty cash for expenses not authorized
- It is not allowed to authorize “special fees” without support.

6.10. Donations

- Are prohibited Donations:
 - In cash or equivalent.
 - In favor of persons, entities or organizations that perform or promote activities against the law or the culture of the company.
 - In favor of natural persons or Public Officers.
- Is not allowed to accept Donation requests, nor compromise the company if the policies and applicable procedures are not respected.
- If during a meeting a Public Officer requests a Donation, it must be indicated that it must be processed according to the applicable policies and procedures.

For every process that involves a Donation, it must comply with all the provisions contained in policy *PO.ADC.01 Anticorruption and Antibribery* and in the specific procedure *PE.CRE.01 Management of Donations, Social and Community Investments and CSR Initiatives*.

6.11. Prohibition of political contributions and participation in political processes.

ENERGUATE and no Employee or third party acting on its behalf, interest or representation, will be able to make any contribution, goods or services, independently of its value, for political campaigns or causes. The resources, assets, premises and image or the company cannot be used to attend personal or supporter political interests.

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ENERGUATE respects the individual right of each Employee to get involved in civic matters and participate in the political process, however, such participation must be made in its free time and by its own means.

6.12. Consequences of Breach

Deviations and breach to the present Policy may carry the imposition of disciplinary measures, that if applied, will be used as education and forming element of our organizational culture.

Disciplinary measures must be fair, reasonable and proportional to the fault committed, respecting the corresponding legal frame.

6.13. Exceptions

Any exception to this Policy must be treated in a particular way and to be duly supported by the Management involved, and approved by the General Manager and Compliance.

7. CONTROL POINTS

Compliance with this Policy is mandatory. All personnel from ENERGUATE and any third party acting on its behalf, interest or representation, must understand its role and responsibility in relation to this Policy.

The cases that may arise must be documented by the employee of ENERGUATE or the third party acting on its behalf, just as all the information must be filed as support, for when Compliance or any other control body requires it.

8. RECORDS

RECORD	RESPONSIBLE OF ISSUANCE	SUPPORT	RESPONSIBLE OF FILE	CONSERVATION TIME
FO.PO.ADC.03.01 <i>Interaction with Public Officers</i>	Employee	Digital	Compliance	5 years

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