

## ANTI-CORRUPTION POLICY

### I.- Policy.

#### a) Introduction

Crédito Real is concerned for the continuous improvement and the awareness of its Collaborators and Third Parties with whom the day-to-day activities and operations are carried out; therefore, Crédito Real establishes this Policy to be implemented through the Committee of Ethics, as part of the effort to prevent and fight Corruption.

#### b) Purpose

The purpose of the Policy is that, as complement to the Code of Ethics, by the diffusion and implementation thereof, Corruption acts are prevented and fought, in compliance with the Applicable Legislation. Likewise, this Policy is aimed at highlighting the significance of the essential values of the persons to whom it is addressed, such as honesty, respect, awareness, congruence and transparency in the performance of their activities, especially those activities more exposed to Corruption scenarios before any person, especially Public Officers.

**The Policy is mandatory for all the Collaborators of Crédito Real, and for Third Parties** related thereto in the development of their operations, regardless the place where they live or where their businesses are carried out.

#### c) Obligations

This Policy establishes the prohibition for all the Collaborators and Third Parties, to participate, encourage and/or receive benefits, directly or indirectly, through acts or omissions, in Undue Conducts, as well as the obligation to report such conducts, through the methods established in the Code of Ethics of Crédito Real.

The Policy also includes the obligation for all Collaborators and Third Parties to act uprightly, honestly, responsibly, congruently, transparently and respectfully of the law upon performing the labor activities and/or the Crédito Real businesses.

Regardless and in addition to the foregoing, compliance with this Policy is mandatory, in accordance with the Applicable Legislation.

#### d) Integrity policy

The provisions embodied in the Policy, jointly with those established in the Code of Ethics, as well as any other policies and/or procedures set forth by the Committee of Ethics and the different areas of Crédito Real, shall form part of the Integrity Policy of Crédito Real.

#### e) Claims

By using the method established in the Code of Ethics, Collaborators and Third Parties may report any situation attempt against the provisions of this Policy.

The foregoing, regardless the fact that Crédito Real shall assist at all and any time with the corresponding investigation process, if so required by the competent authority.

## II.- Body in charge

The Committee of Ethics of Crédito Real is the internal body responsible for the implementation and supervision of compliance with this Policy, including the assessment and imposition of sanctions arising from any noncompliance therewith. Notwithstanding the foregoing, any breach to this Policy representing any Corruption fact, may be investigated and sanctioned by the competent authority.

As part of the implementation and diffusion of the obligations embodied in the Policy, the Committee of Ethics may, additionally, implement and supervise the enforcement of measures reinforcing the knowledge and compliance with the Policy of Crédito Real, such as:

- Application of training and periodical awareness courses for Collaborators.
- Insertion of contractual clauses in the documents to be executed with Third Parties.
- Implementation of applicable processes during the engagement process of Collaborators and Third Parties.
- Signature of a Letter of Intent by the Collaborators and Third Parties, in accordance with the relevant formats included as exhibit to the Policy.

The Committee of Ethics shall be the body in charge of making any amendment to the Policy.

## III.- Sanctions

Notwithstanding the sanctions applicable to private parties according to the Applicable Legislation (including the disqualification to participate in acquisitions, leases, services or public works; indemnification for damages and losses caused to the tax authority or the assets of Public Entities, dissolution of the company, up to penalties that include depriving someone from their freedom), shall be an authority of the Committee of Ethics and the competent authority the analysis and investigation of the claims filed, as well as the application, as the case may be, and, as relevant, of the corresponding penalties.

Due to the fact that fighting Undue Conducts is a priority for Crédito Real, it has been determined that there shall be **zero tolerance** to any breach to this Policy, therefore, committing one or several of the Undue Conducts shall be a cause to apply the sanction consisting in the immediate termination of the existing relationship between the responsible party and Crédito Real, regardless the sanctions imposed by the competent authority.

## IV.- Definitions

- **Abuse of Authority.** Conduct preventing, delaying or denying, unreasonably, the rights of private parties by an authority.
- **Letter of Intent.** This refers to the letters whereby the individuals and/or legal entities, in their relevant capacities, ratify their knowledge and adhesion commitment to the Policy.
- **Code of Ethics.** Code of ethics and conduct of Crédito Real, which establishes the professional ethics standards, labor provisions and behavior standards to be followed by the directors,

collaborators, business partners, providers, shareholders, customers, community and government in their interrelationship with Crédito Real.

- **Unlawful compensation.** Requesting or receiving money, any other benefit or promise by a Public Officer to perform or cease performing an act related to their pertinent functions.
- **Blackmail.** Demand of money, securities, services or some things other than a title, tax, contribution, surcharge or lawful rent by a Public Officer.
- **Collaborators.** Directors, officers and/or employees of Crédito Real.
- **Committee of Ethics.** Governance body of Crédito Real in charge of applying the Code of Ethics of the company, monitoring compliance therewith and following up the related claims, as well as in charge of performing any act that is directly or indirectly related to and/or involved with such code.
- **Undue Conducts.** All those illegal activities indicated in this “*Definitions*” section, which include Abuse of Authority, Unlawful Compensation, Blackmail, Corruption, Unlawful Enrichment, Extortion, Fraud, Entertainment expenses, Money laundering, Bribery, Traffic of influence, Illegal use of attributions, as well as all those embodied in the Applicable Legislation.
- **Corruption.** Abuse by a Public Officer in the exercise of its attributions with the participation of a private party in order to obtain an undue economic benefit or of any other kind from another person.
- **Crédito Real.** Crédito Real, S.A.B. de C.V., SOFOM, E.N.R.
- **Public Entity.** Any of the government branches, autonomous bodies, several public administration entities, centralized, decentralized or deconcentrated bodies, among others.
- **Unlawful enrichment.** Increase in the assets of the Public Officer without evidencing the legal origin thereof.
- **Extortion.** Pressure exercised through threats in order for a person to act in certain manner, in exchange for money or any other benefit.
- **Fraud.** Undue benefit through deceit or error.
- **Entertainment expenses.** All those expenses offered and/or provided for activities that are beyond the business operation of Crédito Real, as well as the attributions of Public Officers.
- **Money laundering.** Transformation of funds arising from illegal activities.
- **Applicable Legislation.** This refers to the legal provisions applicable to Crédito Real, which are listed under the “*National and International Legal Framework*” section of the Policy.
- **Policy:** Refers to this anti-corruption policy.
- **Integrity Policy.** Set of elements, methods, systems, policies and/or procedures created to comply with the integrity standards in Crédito Real, including, without limitation, the Policy and Code of Ethics.
- **Administrative liabilities.** Acts or omissions committed by Public Officers and private parties, sanctioned by the Federal Court of Administrative Justice, i.e.: Conflict of Interests, undue engagement, deviation of resources, hidden enrichment, covering up, undue use of information.
- **Public Officer.** Any person with an employment, position or commission in the Public Entities.
- **Bribery.** Offer, promise, authorization, offering, acceptance or delivery of any monetary incentive or any other benefit or advantage for, through or carried out by the Public Officers and/or political parties, as well as any individual and/or legal entity, in order to obtain and withhold a business or any other undue benefit or advantage.

- **Third Parties.** Any person providing goods and/or services to Crédito Real, other than the Collaborators, including all those agents, consultants, business partners and other third representatives, whenever acting on behalf of Crédito Real.
- **Traffic of influence.** Promotion, request, management, processing of businesses on an illegal basis by a Public Officer.
- **Illegal use of attributions.** Granting of permits, concessions, licenses, authorizations, franchises, exemptions, subsidies, undue engagements by a Public Officer.

#### V.- National and International Legal Framework

- **General Law of Administrative Liabilities.** The law establishing the authorities of the Government, the Administrative Liabilities and obligations of Public Officers and application of sanctions due to acts or omissions by such Public Officers and private parties related to administrative faults.
- **Organizational Law of the Federal Public Administration.** The law establishing the functions and bases of organization for the federal public administration.
- **General Law of the National Anti-corruption System.** The law governing the national anti-corruption system, the structure and attributions thereof to investigate corruption matters.
- **Federal Criminal Code.** The code including the criminal sanctions for committing crimes related to Undue Conducts.
- **United Nations Convention against corruption.** The agreement of mutual cooperation by the international community against corruption, by persons or groups other than the public sector, such as companies, non-governmental organizations and community organizations.
- **Inter-American Convention against Corruption (IACAC or the OAS Convention).** The purpose of this Convention is developing the dialog and cooperation in the entrepreneurial world, complementing the activities to prevent corruption in the international transactions and adopting internal prevention methods in the companies.
- **FCPA- US Foreign Corrupt Practices Act.** The law prohibiting any offer, payment or delivery of valuable things to foreign public officers to influence the performance or omission of any act against their legal duty or even to withhold businesses.
- **OECD- Convention on the Organization for economic cooperation and development.** The convention seeking the development of the world economy, employment and the increase to the life level of the member countries, keeping a financial stability without requiring performing corruption acts.

#### VI.- Exhibits to the Policy

- **Exhibit 1** – Form of the Collaborators’ Letter of Intent
- **Exhibit 2** – Form of the Third Parties’ Letter of Intent.



Exhibit 1 – Form of the Collaborators’ Letter of Intent.

**COLLABORATORS’ LETTER OF INTENT**

By applying the provisions in the anti-corruption policy of Crédito Real, S.A.B. de C.V., SOFOM, E.N.R. (the “Policy”), I, as Collaborator\* of Crédito Real, hereby evidence that:

- a) I have received and read the obligations embodied in the Policy.
- b) I have not made, nor shall make, any payment or provide any benefit to a Public Officer, or any other person to induce him/her to perform any act or to make any government decision to assist Crédito Real to get and/or withhold a business or to obtain an undue business advantage and that I shall not make, nor have made, any payment as an inappropriate incentive so that a Public Officer shall approve, reimburse, prescribe or unduly favor the business activities performed by Crédito Real, including any act or omission involving any individual and/or private legal entity.
- c) While fulfilling my duties in Crédito Real, I have not made, accepted nor shall accept in the future, any payment, object and/or benefit regardless the value thereof, as an undue incentive to obtain and/or withhold businesses and/or obtain or provide and undue advantage of businesses from or to any person.
- d) I have read and agreed to comply with the Policy of Crédito Real. If I have any doubt and/or need additional explanation regarding any topic included in the Policy, I shall ask for an answer thereto through the Hot Line. If I am aware of any corruption or bribery case, I shall immediately report it through the Hot Line.

*\*The capitalized terms shall have the meanings ascribed thereto in the Policy.*

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Collaborator’s Name and Signature

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Date



Exhibit 2 – Form of the Third Parties’ Letter of Intent.

THIRD PARTIES’ LETTER OF INTENT

By applying the provisions in the anti-corruption policy of Crédito Real, S.A.B. de C.V., SOFOM, E.N.R. (the “Policy”), I, as Third Party\* of Crédito Real, hereby evidence that:

- a) As Third Party, I have received and read the obligations embodied in the Policy, and notified such principles in my organization and to all those third agents and/or subcontractors who shall act in my name and/or on my behalf, in relation to the relevant legal and/or business relationship with Crédito Real.
- b) As Third Party, I have not made, nor any agent and/or subcontractor acting in my name and/or on my behalf, in legal and/or business relationship with Crédito Real; shall make any payment or provide any benefit to a Public Officer or any other person to induce them to perform any act or to make any government decisions to assist Crédito Real to get and/or withhold a business and/or to obtain an undue business advantage, and that I shall not make, nor have made, any payment as an inappropriate incentive in order for a Public Officer to approve, reimburse, prescribe or unduly favor the business activities of Crédito Real, including any act or omission involving any individual and/or private legal entity.
- c) I have not made, nor any agent and/or subcontractors acting in my name and/or on my behalf, in relation to legal and/business relationship with Crédito Real; nor accepted and shall not accept in the future, any payment, object and/or benefit regardless the value thereof, as an undue incentive to obtain and/or withhold businesses and/or obtain or provide and undue advantage of businesses from or to any person.
- d) I have read and agreed to comply with the Policy of Crédito Real. If I have any doubt and/or need additional explanation regarding any topic included in the Policy, I shall ask for an answer thereto through the Hot Line. If I am aware of any corruption or bribery case, I shall immediately report it through the Hot Line.

*\*The capitalized terms shall have the meanings ascribed thereto in the Policy.*

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Attorney’s Name and Signature

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Third Party’s Name

Date: \_\_\_\_\_