



INTELIGO SAB

# Anti-Corruption Policy

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COMPLIANCE

## Table of Contents

1. Version control
2. Purpose and scope
3. Definitions
4. Guidelines
5. Roles and responsibilities
6. Interaction with Public Officials
7. Corruption risk assessment
8. Training and communication
9. Due Diligence and payments to Third Parties
10. Mergers, acquisitions and other investments
11. Gifts and hospitality
12. Donations, Auspices and Sponsorships
13. Political contributions and relationships with official political institutions
14. Process for hiring employees and directors
15. Books, accounting records and payment practices
16. Non-compliance report
17. Penalties
18. Entry in force, related policies and temporary provisions

# Anti-Corruption Policy

## Change control table

### Version 1

**Approval date:** 01/31/2020

**Author:** IPH Corporate Compliance Officer

**Summary:** First Version

**Reviewed by:** IPH Head of Processes and Quality

**Approved by:** Board of Directors

### Version 2

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**Author:** IPH Corporate Compliance Officer

**Summary:** Amend Section 16 on Penalties.

**Reviewed by:** Human Resources Management

**Approved by:** Board of Directors

### Version 3

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**Author:** IPH Corporate Compliance Officer

**Summary:** Alignment of definitions according to anti-corruption program guidelines.

**Reviewed by:** CCO of IFS

**Approved by:** Board of Directors

## 1. Purpose and scope

In accordance with the Intercorp Financial Services Inc. (IFS) Corporate Compliance Policies, INTELIGO SAB is committed to conducting business in compliance with applicable laws, standards, regulations and with the highest ethical standards. This commitment is reflected in our Code of Ethics, and in our “zero-tolerance” approach to any act of corruption. The purpose of this Policy is to:

- Ensure Inteligo SAB’s commitment to anti-corruption practices within its organization and in its relationships with its clients, stakeholders (shareholders and investors) and, in general, with all those with whom, directly or indirectly, any commercial, contractual, or collaborative relationship is established.
- Mitigate the risk of acts of corruption.
- Contribute to the continuity and sustainability of the business and safeguard the reputation of INTELIGO SAB.

This Policy is complementary to the Code of Ethics and defines guidelines to comply with anti-corruption laws and policies applicable to INTELIGO SAB’s operations, including The United States Foreign Corrupt Practices Act (FCPA) and Peruvian Law N° 30424 and the amending rules.

This Policy applies to all directors, managers, employees, part-time personnel or personnel under labor contract (collectively referred to as “employees”) and to all Third Parties acting on behalf or for INTELIGO SAB’s benefit. INTELIGO SAB expects its shareholders, investors and other stakeholders to respect this Policy when acting on its behalf, interest or benefit.

This Policy, together with the internal standards define the anti-corruption program seeking to enforce ethical conduct and the implementation of specific controls and procedures designed to ensure compliance.

## 2. Definitions

- **Hospitality:** Hospitality means are activities, any occasion or service provided by INTELIGO SAB, a Public Official, a Public Institution, or any Third Party. These are granted in order to initiate or develop commercial relationships, without expecting any compensation or value in return. These may include, among others.
  - Meals (breakfast, lunch, and dinner)
  - Entertainment activities (invitations to events, concerts, etc.)
  - Training, conferences, seminars
  - Travel expenses (air tickets, accommodation).
- **Auspice:** Contribution of goods, products, or services to support sports, cultural, artistic, academic, or social activities or projects, from which commercial return or corporate reputation is obtained.
- **Corruption:** Misuse of public or private power to obtain an improper benefit (economic, non-economic; direct or indirect), in breach of ethical principles and duties and standards.
- **Donation:** Donations are the contribution of money, goods, products or services to entities receiving donations to support charitable, social or institutional causes that seek to serve the public interest or benefit a group or community or strengthen principles or policies for the development of the country, without obtaining any benefit in return.
- **Undue benefit:** Any gains (whether monetary or non-monetary) including, without limitation: illegal rewards, bribes, commissions, gifts, favors or any other direct or indirect benefit, such as, presents, hospitality, entertainment, discounts below market value, employment offers (remunerated or not), awarding of contracts and other business opportunities, political contributions, payment of expenses,

donations, sponsorships, facilitation payments and payments for goods and/or services without reasonable commercial basis.

- **Bribery:** The act of offering, promising, giving, accepting, or requesting payment or an object of value, whether directly or through an intermediary, for purposes of attaining, ensuring or rewarding a business, decision, behavior, action, or an improper, illegal or unethical activity.
- **Gifts:** Is giving a specific item to a person in order to promote, maintain and strengthen commercial relationships without any conditions. These may include, among others:
  - the company's merchandising items.
  - Gift baskets.
  - Coupons or gift cards for products and/or services.
- **Bribery:** The act of offering, promising, giving, accepting, or requesting payment or an object of value, whether directly or through an intermediary, for purposes of attaining, ensuring or rewarding a business, decision, behavior, action, or an improper, illegal or unethical activity.
- **Sponsorship:** Sponsorship is the contribution of money granted to the beneficiary of the Sponsorship in exchange for advertising of the INTELIGO SAB brand, its products, or services.
- **Stakeholders:** Individuals or legal entities who have an interest in INTELIGO SAB, such as, shareholders and investors. The Interested Parties are required to comply with this Policy when acting on behalf, in the interest or for the benefit of INTELIGO SAB.
- **Third Parties:** It refers to any natural or legal person, national or foreign, public or private, who is not a client or user, with whom the company has entered into an agreement of any type to:
  - I. Provide any product or service.
  - II. Lease, assign or use and exploit a property.
  - III. Interact with Public or private Officials.
  - IV. Act on behalf or for the benefit of INTELIGO SAB for any other purpose.

Any other circumstance not indicated in the preceding paragraphs in which there are doubts about the qualification as "Third Party", must be evaluated by the IPH Corporate Compliance Officer.

- **Politically exposed people (PEP):** National or foreign natural persons who fulfill or have fulfilled outstanding public functions or prominent functions in an international organization, whether in national or foreign territory, and whose financial circumstances may be the subject of public interest; as well as their spouse or cohabitant and relatives up to the second degree of consanguinity and affinity. It also includes companies whose final beneficiary is identified as PEP. It is worth mentioning that in Inteligo SAB, a person identified as PEP will always maintain this category.
- **Public Official:**
  - An employee or officer of a national or foreign government (including departmental, regional, provincial, municipal and local governments, independent and semi-independent agencies in which the government has relevant or significant participation or influence).
  - Any person who performs, even temporarily or without remuneration, by choice, appointment, contract or any form of vesting or entrustment, a mandate, position, employment or service for a national, regional or local government.

- An employee or officer of enterprises partially or wholly owned or controlled by a government or a state.
- An employee or officer of a political party.
- An employee or officer of international public organization (usually organizations consisting of member States, such as the UN).
- An employee or officer of state-owned or controlled enterprises.
- A candidate for public or political office.
- Any person acting as formal or material representative of the aforementioned persons or entities.

### 3. Guidelines

- All acts of corruption and bribery are forbidden.
- Nobody shall offer, promise, give or accept (whether directly or indirectly) any improper payment, bribe, benefit or other object of value on behalf or for the benefit of INTELIGO SAB to another person (including Public Officials) or entity aimed at obtaining an unlawful advantage of any kind. This includes influencing a decision, obtaining or retaining business for INTELIGO SAB.
- No employee shall request, accept, offer or give an undue benefit to anyone ((including Public Officials, Third Parties, etc.) to reward normal performance of its duties or a decision in connection with the position that it holds at INTELIGO SAB.
- All those representing or acting on behalf of INTELIGO SAB must honor this Policy, have anti-corruption policies in place and comply with local and international laws on corruption and bribery applicable to each country. In the event of conflict between the Anti-corruption Program and applicable laws, the most conservative position shall prevail.
- Employees or any person acting on behalf of INTELIGO SAB must pay special attention to all interactions with Public Officials.

### 4. Roles and responsibilities

Directors, managers, and employees are under the obligation to:

- Know and comply with anti-corruption laws and policies and ensure that all persons and Third Parties under their supervision comply with them.
- Report any breach of the Anti-corruption Program through the channels provided for this purpose,

Main responsibilities are:

- **Board of Directors**

- Define and approve the risk appetite and overall policies of the Anti-corruption Program.
- Ensure that the company has an Anti-corruption Program.
- Make sure that the INTELIGO SAB strategy and the anti-corruption policy are aligned.

- Appoint the person (or persons) responsible for managing the Anti-corruption Program at INTELIGO SAB.
- Approve the procedures related to this Policy.
- Conduct a reasonable supervision of the implementation and effectiveness of the Anti-corruption Program.
- Review the execution of the Anti-corruption Program from time to time.
- **General Management**
  - Allocate the appropriate resources and organization to execute the Anti-corruption Program.
  - Ensure that the Anti-corruption Program is established, implemented, maintained, and reviewed so as to address corruption risks.
  - Promote an anti-corruption culture within INTELIGO SAB.
  - Approve the penalty policy for violations to this Policy.
  - Ensure that roles and responsibilities of the Anti-corruption Program are assigned and communicated at all levels at INTELIGO SAB.
- **IFS Chief Compliance Officer (CCO):**
  - Design and implement the Anti-corruption Program of IFS and its subsidiaries in coordination with the persons in charge of the programs in each subsidiary.
  - Oversee that the Anti-corruption Program meets the requirements of laws and regulations applicable to the operations of IFS and the subsidiaries.
  - Inform the Board of Directors and the General Management of IFS about the execution of the Anti-corruption Program and any reports of corrupt practices at IFS and its subsidiaries on a periodic basis.
  - Ensure that no employee shall suffer retaliation, discrimination or disciplinary measures for reports made in good faith or based in a reasonable belief of breach or suspected breach of this Policy, or for refusing to participate in bribery acts, even if such refusal could result in loss of business to IFS and its subsidiaries. Likewise, safeguard the confidentiality of any data submitted by employees and Third Parties in performance of this Policy.
  - Draft the policies and procedures necessary to implement the Anti-corruption Program.
  - Oversee the attention of reports filed regarding acts of corruption of which the CCO becomes aware of and order the corresponding investigations.
- **Senior Management**
  - Require that provisions of the Anti-corruption Policy are applied and enforced within its department.
  - Communicate internally the importance of an effective Anti-corruption Program and the compliance with its provisions.
  - Direct and support employees to contribute with the effectiveness of the Anti-corruption Program.

- Communicate externally matters associated with the Anti-corruption Program.
- Promote an anti-corruption culture within INTELIGO SAB.
- **IPH Corporate Compliance Officer**
  - Design the Anti-corruption Program based on the INTELIGO SAB Anti-corruption Program and oversee implementation thereof.
  - Ensure performance, compliance with and continuous improvement of the Anti-corruption Program and advise the CCO of the improvement requirements of the INTELIGO SAB Anti-corruption Program.
  - Implement the guidelines set forth in this Policy and promote compliance therewith by all employees and Third Parties.
  - Inform the Board of Directors, the General Management and the CCO about the execution of the Anti-corruption Program and any reports of corrupt practices on a periodic basis.
  - Ensure that no employee shall suffer retaliation, discrimination or disciplinary measures for reports filed in good faith or based in a reasonable belief of breach or suspected breach of this Policy, or for refusing to participate in bribery acts, even if such refusal could result in loss of business to IFS and its subsidiaries. Likewise, safeguard the confidentiality of any data submitted by employees and Third Parties in performance of this Policy.
  - Ensure that the Anti-corruption Program meets the requirements of laws and regulations applicable to the operations of INTELIGO SAB.
  - Promote the use of the whistleblower hotline provided to report corruption acts or the suspicion of such acts.
  - Ensure that the provisions of the Anti-corruption Program are integrated to the processes of the company.
  - Recommend the Board of Directors and/or the General Management and the CCO the measures that, in its judgement, should be taken in the event of any breach of this Policy.
  - Provide advisory and guidance to employees in the Anti-corruption Program and respond to any queries in connection with this Policy.
  - Oversee the attention of reports filed regarding acts of corruption of which it becomes aware of and order the corresponding investigations.
  - Identify the sources that have allowed an act of corruption to materialize and give feedback on these vulnerabilities to the respective owners of the processes.
  - Any other function as may be relevant to reduce the risk of any breaches of the contents of this Policy.

## 5. Interaction with Public Officials

The interaction (or possibility of interaction) with Public Officials is one of the main ethical and integrity concerns of INTELIGO SAB.

It should be noted that, upon the establishment of a relationship with a public entity, any action, decision, behavior or communication could lead to an investigation, penalty or even serious damages to our reputation.

In view of the above, payment of any undue advantage to Public Officials is forbidden. This prohibition shall apply regardless of the value, form or type of payment, and includes facilitation payments. Likewise, this prohibition also applies to payments made with the employees', Third Parties', or Stakeholders' own resources.

Below are some examples of situations that should be reviewed in a timely manner with Compliance:

- A Public Official or a close relative will participate in the corporate structure of a firm that will be hired by INTELIGO SAB.
- A Public Official will request contributions, sponsorship or political contributions.
- A Public Official or a close relative will be the final beneficiary of a commercial or a financial transaction in particular.
- INTELIGO SAB or any person acting on its behalf will meet with a Public Official to discuss a decision in which INTELIGO SAB is interested.
- INTELIGO SAB or any person acting on its behalf will meet with a Public Official to arrange or maintain business in which INTELIGO SAB is interested.
- INTELIGO SAB or any person acting on its behalf will incur in expenses associated with Public Officials or close relatives, whether or not related to the usual performance of functions of the Public Official.

However, there may be other cases, whereby it is necessary that directors, managers and employees of INTELIGO SAB make their best efforts to identify similar situations and report them to the Compliance department.

Likewise, below are some examples included in the Guidelines for Interaction with Public Officials:

- All meetings with Public Officials must be held with the participation of, at least, two representatives of INTELIGO SAB.
- All communications with Public Officials must be made only through official means (official letters, virtual communication media, telephone communications, corporate email, or other mechanisms provided by the company). Keep in mind that means of communication such as social media, text messages or personal electronic means are considered unofficial means. If there are limitations to using formal means of communications, these must be substituted by formal means within a maximum period of 72 hours.
- Upon interacting with a Public Official, the representatives of INTELIGO SAB must complete a record registering at least: place, time, participants, subjects discussed, and related expenses, if any.

## **6. Corruption risk assessment**

The Anti-corruption Program must be assessed on an ongoing basis by applying a risk-based approach which includes the assessment of the risks associated with granting of bribes to representatives of public or private entities in order to obtain undue benefits through:

- Donations
- Auspice and Sponsorships
- Gifts and Hospitality
- Third parties
- Employees' payroll.

## 7. Training and communication

INTELIGO SAB trains its employees at least once a year on the corruption risks associated to their activities. According to the level of exposure to such risks, additional training may be provided.

The training program lead by the Compliance team shall include the target audience, the methodology and the main subjects to be addressed. A record of the training materials and attendance registers shall be kept.

## 8. Due Diligence and payments to Third Parties

INTELIGO SAB is responsible for potential acts of corruption that may be conducted by Third Parties acting on behalf of INTELIGO SAB. For this reason, INTELIGO SAB applies due diligence procedures to hire reputable Third Parties who share its values and agree to comply with the principles set forth in this Policy and in the Anti-corruption Program.

Below we provide some considerations to be taken into account in due diligence procedures:

- INTELIGO SAB has established the Guidelines for Third Party Management, which defines the procedure for evaluating Third Parties considering their risk profile and the frequency in which they must be re-evaluated and verify possible changes in the risk profile and classification.
- All Third Parties that obtain a high-risk classification in the due diligence process must be evaluated annually.
- It will be validated that Third Parties have signed contracts that include the anti-corruption clause or commitment that includes the right to conduct an audit of the services provided, the possibility of interviewing the service providers in case of suspected corruption and the right to terminate the contract or withhold payment in the event of any breaches.

Additionally, below we detail some examples of warning signs that should be reported to the Compliance department:

- Cases in which the Third-Party requests that payment be made in cash or check.
- Cases in which the Third Party has refused to provide an invoice or receipt.
- Cases in which the Third-Party requests payments not related to the contract or towards companies for which it is not possible to determine the final beneficiary.
- Cases in which the Third Party has Public Officials as partners and/or executives.

## 9. Mergers, acquisitions, and other investments

INTELIGO SAB may:

- Acquire and/or control other entities. Some examples of this activity include, but are not limited to, acquisitions, mergers, and investments.
- Hold an interest in a business. Some examples of this activity include joint businesses and limited partnerships.

To reduce the risks of corruption and bribery in these transactions, INTELIGO SAB shall apply the due diligence procedure to guarantee compliance with anti-corruption regulation prior to completing the operation.

This procedure shall be determined on a case-by-case basis and according to the nature of the transactions, with the advisory of a technical and legal counsel at all times.

## 10. Gifts and hospitality

Gifts and hospitality include entertainment, travel, invitations to events, meals, business meetings, training, and conferences, among others.

Generally, they are accepted when they occur on an exceptional basis, without specific periods or events, and when they are accessory to establishing and maintaining business relationships, provided they are not intended to influence (or create the appearance of influencing) the recipient.

Gifts and hospitality may be considered of value and, therefore, as an undue advantage, according to their characteristics, frequency, purpose, location and recipient, among other factors.

INTELIGO SAB and its Third Parties are forbidden from accepting or giving:

- Gifts and/or hospitality in cash or equivalent means, regardless of the amount thereof (e.g., gift vouchers or gift cards, stocks or stocks options).
- Gifts and/or attentions hospitality of any value from/to Public Officials without the corresponding authorizations.
- Gifts and/or hospitality which create the impression or the implied obligation that the person giving it shall be entitled to preferred treatment, to be awarded undue contracts, more favorable conditions, or any other undue benefit.

In the case of Public Officials, exceptionally, when permitted by applicable law, offering, or giving gifts or hospitality may be made with the the corresponding authorizations established in the Gifts and Hospitality Guidelines and Guidelines for Interaction with Public Officials as long as the following criteria is complied with:

- Compliance with the requirements of applicable laws for the acceptance of gifts and hospitality for Public Officials.
- Gifts and hospitality are not offered with the intent to influence or to give the impression that they will influence the Public Official.
- Gifts and hospitality expenses are reasonable.
- Every gift and hospitality must be registered in accordance with the Gifts and Hospitality Policy.

## 11. Donations, Auspices and Sponsorships

Donations, Auspices and Sponsorships are considered a legitimate form to promote activities of interest for a community in particular and to promote our firm or our brand. However, they can also pose corruption and reputational risks because:

- Donations may be used to disguise funds transferred for corruption, either because the recipient institution or cause is not appropriate or because the funds transferred are intended for a Public Official.
- Sponsorships may be used improperly to influence a third party, especially if the sponsored subject is of interest to a Public Official.

Accordingly, INTELIGO SAB, or Third Parties acting on behalf of INTELIGO SAB, are forbidden from giving Donations, Auspices or Sponsorships to:

- Individuals or legal persons investigated and sentenced in the first instance for corruption.
- Effective collaborators (“colaboradores eficaces”)
- Individuals or legal persons and/or projects that promote or may potentially promote a movement, campaign, activity, party, candidate or foundation related to a political party.
- Politically Exposed Person (PEP)
- Legal entities and/or projects that promote religious activities.
- Legal entities that have as partners and/or officials family members of employees in the second degree of affinity of INTELIGO SAB or their former employees and/or employees who have left the company in a period of less than 24 months.
- Legal entities and/or projects with a bad reputation or a lack of integrity (for instance, who have been associated with issues of corruption, fraud, or child labor exploitation).
- Legal entities and/or projects which promote or may potentially promote Public Officials.

Donations, Auspices or Sponsorships made by or on behalf of INTELIGO SAB are subject to conducting a previous diligence on the beneficiary and the corresponding prior approvals in accordance with the provisions of the Donations, Sponsorships and Sponsorship Guidelines.

For further detail, consult the Donations, Auspices and Sponsorship Guidelines.

## **12. Political contributions and relationships with official political institutions**

INTELIGO SAB makes no political contributions or donations to political parties and their related foundations and forbids making such contributions or donations on its behalf.

Third parties and employees of INTELIGO SAB may make political contributions only when there is no risk that such contributions are understood or perceived as donations associated with INTELIGO SAB and/or its interests.

INTELIGO SAB shall not hire lobbying services or interest representation to relate with the authorities.

INTELIGO SAB may share its opinions through associations as a way to reach consensus on the position of the industry, provided this action is consistent with the principles set in its ethical posture and in the Anti-corruption Program. The list of relevant associations to which INTELIGO SAB belongs to shall be published by the Compliance department.

## **13. Process for hiring employees and directors**

Hiring employees and directors may be considered as a type of advantage and, accordingly, if made with the intention to influence a Public Official, they are deemed acts of corruption.

The following rules shall apply to offers of employment (includes functions or other remunerated or non-remunerated labor experiences);

- INTELIGO SAB and its Third Parties are forbidden from making employment offers intended to influence, reward or persuade a Public Official in any way.
- Any employment outside the standard process (i.e., the process generally used to select and hire professionals for equivalent positions). INTELIGO SAB requires that every employment is based on merit, that the candidates be qualified and eligible, and that no preferential treatment is afforded.
- In cases where a candidate or member of his/her family is identified as a Public Official, PEP, linked to a PEP or referred by PEP during the recruitment process, this must be reported to the Compliance department for review and approval prior to hiring such candidate. When the candidate is PEP or linked to PEP, they must be approved by the IPH Corporate Compliance Officer and the General Management.
- In cases where a Public Official recommends a candidate to INTELIGO SAB, such candidates shall be submitted to enhanced due diligence and the issuance of any offer shall require the authorization from the IPH Corporate Compliance Officer.

#### **14. Books, accounting records and payment practices**

In compliance with applicable laws, INTELIGO SAB keeps books and accounting records accurately, so these reflect all operations in a transparent manner. Compliance with this requirement is audited on a periodic basis (audits may be conducted internally or by a provider assigned by INTELIGO SAB) and is subject to the internal control procedures of the Company.

INTELIGO SAB forbids covert, unregistered or non-disclosed operations. In connection with this instruction, records of all payments made or received reflect such transactions accurately and appropriately.

All payments to Third Parties or Stakeholder shall be faithfully recorded and accompanied by the supporting documents duly analyzed prior to being disbursed.

#### **15. Non-compliance report**

Any employee, Third Party or Stakeholder who becomes apprised of or suspects non-compliance or improper behavior in connection with the Anti-corruption Program is under the obligation to communicate it by the communication and reporting channels available.

The Ethical Channel of INTELIGO SAB is managed by an independent external firm and admits anonymous reports.

Furthermore, INTELIGO SAB rejects any retaliation against whistleblowers who have filed a non-compliance report in good faith.

#### **16. Penalties**

Breaches of anti-corruption laws and/or the Anti-corruption Program may result in disciplinary measures and significant civil and criminal penalties for INTELIGO SAB, and its employees, Stakeholders or Third Parties involved (including substantial fines and imprisonment), and in significant damages to its reputation, whereby such breaches are subject to the imposition of penalties by INTELIGO SAB.

The following are considered cases of very serious misconduct:

- a. Failing to comply with anti-corruption laws and the guidelines described in the Anti-corruption Program.
- b. Employees or Third Parties being held liable of willful blindness, that is, that they become aware of potential breaches of the Anti-corruption Program and fail to report them through the reporting channels available.

The disciplinary measures to be applied will be defined by the IPH Corporate Compliance Officer and the Human Resources Manager and reported to the CCO. Such measures may include:

- (i) From severe warnings to employee dismissal or termination of contracts with Third Parties.
- (ii) The possibility of not earning variable income (for instance, performance bonuses, sales bonuses, or others) or the imposition of penalties to Third Parties.
- (iii) The possibility of taking civil and criminal actions, if necessary.

Additionally, any employee and/or Third Party liable of any of the following shall be subject to disciplinary action and other applicable remediation measures:

- (i) Taking any retaliatory measures against those who provide information on acts of corruption;
- (ii) Misleading and/or hindering the investigations on potential breaches of the Anti-corruption Program; or
- (iii) Fails to attend, without justification, mandatory training sessions of the Anti-corruption Program.

## **17. Entry in force, related policies, and temporary provisions**

This Policy comes into effect the day after its approval by the Board of Directors and is available to all Employees, Interested Parties, and Third Parties of INTELIGO SAB and published in its web page.

All prohibitions and provisions set forth in this Policy are in force and effect, regardless of the publication and/or effect of its related referenced policies.