

INTEGRITY PROGRAM 2022



Regional Legal & Compliance Department
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1. LETTER FROM THE CEO

DEAR VALUED INTCOMEX FAMILY,

In order to achieve **INTCOMEX's** Mission and Vision, we must live by every one of our company's values, every day. That is why our **Integrity Program** will guide us from hereon, to act with utmost honesty, and having our first corporate value as our north star, **ethics**.

At **INTCOMEX**, **integrity** is a non-negotiable principle. It is the main condition for doing business. It represents the business conduct that our company expects from each one of us, and the intention of this program is to provide direction for our actions.

Our main pledge is, and must always be, to act **ethically, with integrity and transparency**, so that our reputation continues to be our most important asset.

I extend this commitment to all **INTCOMEX's** Employees, so they can comply and foster this **Integrity Program**, as it will help us understand the role we play as individuals in our daily work, and the impact it has on our organization.

At **INTCOMEX** we are one team. One family. One commitment.

Sincerely,



Mike Shalom
Chief Executive Officer

2. INTRODUCTION AND OBJECTIVES



At **INTCOMEX** ('Company') we are committed to the adoption and implementation of effective corporate governance practices. We have worked on a risk prevention model, which not only meets the requirements specified in the current anti-corruption regulations, but it also allows us to consolidate our business model based on transparent and upright actions that prevail in the Company. To accomplish this, it is a necessary condition that our Employees¹, Clients and Suppliers comply with each guideline defined by **INTCOMEX** in this **Integrity Program ('INP')**.

The INP is composed of the **Code of Conduct and Ethics ('Code')**, **Policies**, **Whistle-blowing Line**, and **Integrity Program Regulations**. Through the INP, we establish a preventive guide that will allow us to understand how to act correctly and in accordance with internal policies and Values⁶, paying special attention to the behavior conducted by each one of us.

OBJECTIVES

At **INTCOMEX** we have developed a set of internal and external controls that allow us to ensure compliance with the policies contained in this INP. All this will be possible if all of us in the **INTCOMEX** family contribute to the promotion of a true culture of **Integrity, Transparency, and Ethics**, through information and training, thus stating the expected behaviors and the sanction for prohibited conduct.

We must foster an environment in our teams where each member truly and collaboratively feels free to express their concerns regarding possible violations of the INP.

Notwithstanding its constant observation, this INP will be reviewed by the Regional Legal & Compliance Department ('LC') annually, as well as when circumstances so require (change of legislation, new facts, etc.). Such changes will be conducted by the LC with full autonomy, considering any new situations that, due to its activity, must be confronted by **INTCOMEX** in the development of its business.



3. APPLICABILITY



INTCOMEX is a team. All of us at **INTCOMEX** will comply with and enforce the INP. We will not tolerate or ignore any kind of non-compliance. We are committed to protecting those who report any kind of activity against the values and principles set forth in the INP.

All of us, as **INTCOMEX** Employees, have the responsibility to read, understand and respect our INP and the Code, as well as the policies and procedures that comprise it. Likewise, we must attend the mandatory training courses on Compliance, seek advice when we are unclear, and immediately report anything that may involve a violation of the INP.

Similarly, third parties acting on behalf of **INTCOMEX** must maintain a committed relationship with the Company in terms of **Integrity, Ethics** and **Transparency**, adhering to this INP to the extent that they participate in our value chain.

4. ROLES



4.1 REGIONAL LEGAL & COMPLIANCE DEPARTMENT

INTCOMEX has a Regional Legal & Compliance Department ('LC') that studies, designs, works with, and supports the different policies and procedures that govern the INP, including the administration of the Whistleblowing Line.



4.2 REGIONAL COMPLIANCE COMMITTEE

The Regional Compliance Committee ('Committee') is formed by the Head of Legal & Compliance, the CFO, and the Head of Human Capital. They will report to the CEO and COO, and their objective will be the supervision of the INP and the consideration and support in the investigations that might be required due to their importance.

In case it is considered necessary and by unanimous agreement of the Committee members, the General Manager ('GM') of the legal entity involved may participate.

Both the Finance and Human Capital departments may rely on their local teams when ongoing investigations are not compromised with the agreement of the LC.

The LC may support the investigations in all the departments involved when so required, or when requested by its members.


4. ROLES



4.3 SYNERGY

Along with the support of the LC, the Finance department will support investigations related to financial and accounting issues. In turn, the Human Capital department will aid the investigations when it comes to complaints about aspects related to Employee behavior, meaning relational aspects. Both departments will receive support and training to perform investigations or participate when necessary.

5. CODE OF CONDUCT AND ETHICS



At **INTCOMEX** we are committed to acting with integrity in all our business dealings. That is why we have developed this Code of Conduct and Ethics ('Code'), which sets out the principles that all Employees must adhere to avoid any circumstance that is inappropriate or contrary to policies and procedures.

If there is any doubt about what to do in a particular situation, or if you face circumstances that raise an **Integrity** and/or **Ethics** issue that the Code does not expressly clarify, you must contact the Regional Legal & Compliance Department.

Our commitment is vital because compliance with the Code is a condition of employment, and failure to comply may result in immediate disciplinary actions, including fair dismissal.

INTCOMEX GMs, VPs, Department Managers, and supervisors are expected to promote an 'open door' policy, which means that any Employee with questions or concerns about the INP, may seek advice when necessary, collaboratively and in good faith.

5. CODE OF CONDUCT AND ETHICS



5.1 OUR EMPLOYEES

At **INTCOMEX** we foster a work environment where the fundamental rights of our Employees are respected. Therefore, we must treat others with respect and not promote or incite discrimination based on race, color, sex, national origin, language, religion, sexual orientation, disability, political preferences, or any other kind.

The Code cannot cover all individual situations specifically, but we must use our good judgment, the Company Values, and common sense to ensure that we are always acting in the spirit of the Code.



5.1.1 DISCRIMINATION AND HARASSMENT

At **INTCOMEX** we guarantee all our Employees a safe working environment. We work to detect and mitigate acts that threaten sexual freedom, and discrimination based on race, ethnic origin, gender, creed, religion, age, disability, or sexual preference, to ensure respect, dignity and personal privacy, physical, psychological, and moral **integrity**.

We must always conduct ourselves with professionalism and integrity. Our behavior must be governed by sound judgement, consideration, and mutual respect. We expect our workplace to be a pleasant environment, with people who are friendly to each other and who always act in a professional and transparent manner.



5. CODE OF CONDUCT AND ETHICS



5.1.2 PRIVACY, PROTECTION AND HANDLING OF DATA

We act in accordance with the collection, processing and protection of personal information that is part of the development of our internal processes. Therefore, we process personal data lawfully, and we offer access to them within our Company only when strictly necessary and with the prior consent of the owner.

It is forbidden to leak information from third parties or our own confidential information. Doing so is subject to penalties and is considered just cause for termination of employment. It may even be considered a crime.



5.1.3 CONFIDENTIAL INFORMATION

Confidential information refers to information not published or not officially disclosed concerning **INTCOMEX** and its shareholders, executives, Employees, subsidiaries, branches, stakeholders, operations, businesses, activities, plans, investments, and strategies.

Confidential Information about **INTCOMEX** must not be disclosed; doing so is subject to penalties and is considered just cause for dismissal. The duty of confidentiality continues even after leaving the Company. Failure to comply with the duty of confidentiality may be considered a crime and subject to legal sanctions.



5. CODE OF CONDUCT AND ETHICS



5.1.3 CONFIDENTIAL INFORMATION

When any governmental authority requires information from **INTCOMEX**, formally, and upon a justified request, the request may be handled if prior inexcusable notice is given to the local controller and the local general management, under the supervision of the LC.

The work performed by the Employees of **INTCOMEX**, as well as the correct use of fixed assets, are the exclusive property of the Company and shall be subject to analysis whenever it considers it necessary.



5.1.4 CONSUMPTION OF ALCOHOL AND NARCOTICS

In our constant search to offer the best internal and external service, we are committed to preventing the use of alcohol and drugs across all levels of the Company; therefore, to be observed at work under the influence shall be subject to sanction and even termination for just cause.



5. CODE OF CONDUCT AND ETHICS



5.1.5 DUE CARE OF COMPANY'S PROPERTY

At **INTCOMEX** we are extremely careful in the handling of assets, both our own and those of our Clients.

We avoid any situation that may call into question our personal honesty. We strictly comply with the established procedures, we document and support all the transactions we perform, and we obtain the corresponding approvals.

Any purpose other than the one defined by **INTCOMEX** that is given to its assets will be considered objectionable. No justification will be accepted and will constitute a serious breach of our obligations as **INTCOMEX** Employees, being liable for termination with just cause.

INTCOMEX assets such as equipment, supplies, real estate, tools, inventory, funds, computer systems and equipment, software, computer data, vehicles, records or reports, confidential information, intellectual property, or other information must be used to conduct and manage its business. However, we must provide limited, responsible, and reasonable personal use of certain business systems and equipment. When using corporate resources for personal use, Employees must exercise good judgment and reasonableness when circumstances warrant it.

Personal use of Company resources is limited to meeting basic and reasonable communication needs. Occasional limited use of the Internet for personal and reasonable purposes is also permissible for a prudent and reasonable amount of time outside of the workday, provided your sound judgment and common sense.



5. CODE OF CONDUCT AND ETHICS



5.1.6 HEALTH AND SAFETY AT WORK

We are committed to maintaining a safe work environment at **INTCOMEX** that supports the well-being of our Employees. All Employees, Clients, Suppliers, consultants, and service providers must inform their superiors and the responsible area of any activity that could be considered risky.

INTCOMEX, in accordance with the Universal Declaration of Human Rights of the United Nations and under the standards established by the International Labor Organization (ILO), prohibits child labor and child contracting.



5.1.7 CONFLICT OF INTEREST

A conflict of interest is considered a situation in which the judgment of an Employee and the integrity of his or her actions tend to be unduly influenced by an economic interest or personal advantage. In other words, it is a situation in which an Employee's actions tend to be unduly influenced by an economic interest that is profitable for him/her, thus leaving aside the Company's interest. This includes preferences towards third parties based on family and/or personal interests and/or related persons, and/or acting through a known third party or interposed for the same economic and/or personal advantage.

INTCOMEX expects all Employees to exercise an objective, fair and impartial assessment in all Company negotiations, always avoiding that personal interests are above the interests of **INTCOMEX**.

Situations involving a conflict of interest are not always obvious or easy to resolve, so it is important to keep in mind some situations in which we should not participate:

5. CODE OF CONDUCT AND ETHICS



- I. Any business or activity that directly or indirectly competes with or interferes with **INTCOMEX**.
- II. Take advantage of your position at **INTCOMEX** to obtain personal benefits, including benefits for members of your family or third parties.
- III. Receive income and/or benefits from Clients or Suppliers that bias our impartial judgment.
- IV. Performing work for third parties that involves the use of **INTCOMEX** equipment without its consent.
- V. Be hired as Suppliers at the same time. Hence whoever owns any business must refrain from supplying **INTCOMEX** with their products and/or services.



5.1.8 FINANCIAL INTEGRITY

The recording, maintenance, and preparation of financial reports for **INTCOMEX** must comply with the corresponding legal provisions, the accepted accounting principles, and with the control guidelines issued by **INTCOMEX**. Transactions involving an accounting record must be supported by documentation that supports the transaction, complies with tax requirements, and is accurate. For their preparation, reasonable detail and a record in the accounting books is required.

It is forbidden to modify or falsify documents, records, and reports, as well as to conceal information that may alter the financial records and affect or may affect **INTCOMEX**.

INTCOMEX is legally obligated to ensure that all its books and records accurately and fairly represent the transactions and dispositions of its assets in reasonable detail. We must avoid creating any inaccuracies in our books and records. We must never create or participate in the creation of erroneous or artificial records; we must fully cooperate with our internal and independent auditors to ensure that we fulfill our responsibilities. Any attempt to improperly or fraudulently influence, impose, manipulate, or mislead the independent or internal auditors in relation to our financial statements, accounting practices or internal controls is a violation of the Code.

5. CODE OF CONDUCT AND ETHICS



5.1.9 ANTI-BRIBERY AND ANTI-CORRUPTION

INTCOMEX is committed to conducting business in an **ethical**, fair, transparent, and honest manner, which is why we do not tolerate any form of Corruption². We compete in our markets based on the quality and value of our products and services, and we do not resort to Corruption to gain an unfair competitive advantage.

We must avoid without exception the execution of any act of Corruption that would include conducts involving a Public Official³, a third party related to the Public Official, or another with whom the Public Official has a business relationship or transaction of any kind, public or private.

Each of us as Employees, as well as a third party or entity acting on their behalf or for their benefit, may not give or accept a Bribe⁴ or carry out an act of Corruption, either directly or indirectly through third parties, even when these are regular formal procedures. Ignorance of participating in this conduct does not hinder the sanction or the fair dismissal of the person who performs this action.

Acts of Corruption include gifts, among others, to Public Officials, or to a third party related, with whom they have a business relationship or transaction of any kind, whose intent is to obtain an undue advantage. Other acts also considered as such, are proposals for consulting agreements, compensations or commissions, excessive commissions with the intent of the unjustified disbursement of public funds, the offer of travel sponsorship, and the delivery of unjustified reimbursements.

A Public Official is a person who maintains a partial or permanent relationship with the state or any government entity, either directly contracted or outsourced, including persons who hold positions in companies with state participation. Also, those who work for international organizations or diplomatic missions as a career or ad honorem.

5. CODE OF CONDUCT AND ETHICS



5.1.9 ANTI-BRIBERY AND ANTI-CORRUPTION

INTCOMEX recognizes that dialogue with the government is an inherent right of natural and legal persons. In this sense, we must guarantee that all communication with Public Officials that we carry out on behalf of **INTCOMEX** must be in the context of a legitimate dialogue, establishing action mechanisms against situations of economic extortion or Corruption.

- I. Legitimate reason means that the matter to be discussed is lawful and is not against current legislation. In this case, it must be considered whether it is a matter related to **INTCOMEX's** interests that makes it possible to engage in a dialogue with a public entity.
- II. An interlocutor is a person with legitimacy to represent both the public entity and **INTCOMEX**. In the case of **INTCOMEX**, only its representatives may engage in a legitimate dialogue, who must have such authority in accordance with the Company's bylaws, by power of attorney, or by the disposition of their hierarchical superior, or those who by the nature of their position must attend to Public Officials. The intervention of third parties or intermediaries who do not have the power of representation is not valid.
- III. An appropriate form means the use of adequate ways for communication, formality in the manner and communication that should always prevail, and that the object of the conversation must be made known from the beginning.



5.1.10 PREVENTION OF MONEY LAUNDERING AND TERRORIST FINANCING

The policies adopted by **INTCOMEX** in terms of prevention are in compliance with the regulations and best practices on money laundering and/or financing of terrorism, in a context of risk identification that involves verification of Clients, Suppliers, and Employees prior to their involvement with the Company.

We must ensure that we do not facilitate or support the process of concealing the origin of illicit funds from criminal or terrorist activities through our legitimate business. Doing so will constitute grounds for disciplinary action and may result in termination for just cause.

5. CODE OF CONDUCT AND ETHICS



5.1.11 COMPLIANCE WITH EXPORT CONTROL LAWS

At **INTCOMEX** we are committed to complying not only with the letter but also with the spirit and purpose of all export and international trade regulations of each of the countries in which we operate commercially, including the United States.

INTCOMEX promotes and requests that its founding members, shareholders, Directors, administrators, Employees, and even third parties that provide services to the Company understand and operate always considering the fundamental pillars of such regulations; comply with them and always enforce them. Compliance with these regulations is a fundamental element for the Company, its reputation, and its success.

Exports, re-exports, imports of any type of service, tangible or intangible asset, or any other transaction carried out against the provisions of the existing international trade regulations of any applicable jurisdiction or against the rules is prohibited and will be sanctioned.



5.1.12 FAIR COMPETITION

INTCOMEX is subject to 'economic competition' or 'antitrust' laws that govern the way it may compete to avoid interference with the competitive market system. Under these laws, companies or individuals may not enter into agreements with competitors or act in a manner that is not lawful or legal to restrict competition. Illegal practices include price fixing, exclusive allocation of Clients or territories, or unlawful abuse of a dominant market position, among others.

To ensure compliance with laws in this area, we must avoid sharing competitively sensitive information such as pricing policies, contract terms, margins, business strategy, sales revenue, market conditions, costs, inventories, marketing and product plans, market surveys, and other proprietary or confidential data with competitors.

5. CODE OF CONDUCT AND ETHICS



5.1.12 FAIR COMPETITION

The LC should be informed immediately whenever a competitor discusses a confidential matter or suggests collaboration otherwise.

Engaging in or establishing agreements with competitors related to pricing, production, Client allocation or market sharing by any means, oral or written, including telephone conversation or chat are improper activities, and will be under full surveillance.

We all cooperate with requests for information and during inspections by competition authorities.

In addition, any violation of U.S. export regulations may result in substantial fines, restrictive penalties for Directors, Employees, or agents, suspension of import privileges, and immeasurable reputational damage to **INTCOMEX**.



5.1.13 ENVIRONMENT

At **INTCOMEX** we are committed to the proper use of natural resources, ensuring environmental protection and pollution prevention practices, and minimizing the possible effects produced because of the activities involved in the execution of our business.

5. CODE OF CONDUCT AND ETHICS



5.2 OUR CLIENTS

It is **INTCOMEX's** will to offer its Clients a service based on Ethics, Transparency, and Business Integrity, avoiding giving preferential treatment.

Given our Customer Obsession -one of our corporate Values-, we must ensure the search for solutions that meet their needs, always in accordance with the objectives of the INP and therefore of this Code, safeguarding the interests of the Company, as well as its Mission, Vision, and Values.



5.3 OUR SUPPLIERS

INTCOMEX will only contract and/or deal with Suppliers and/or business partners that meet the standards of Integrity, Transparency, Security, Quality, and Service that will allow it to comply with and maintain its Values and principles in conformity with its INP.

6. ASSOCIATED POLICIES



6.1 ANTI-CORRUPTION AND ANTI-BRIBERY POLICY

OBJECTIVE

To establish the guidelines of **INTCOMEX** ('Company') in order to comply with the legislation that regulates the fight against Corruption and Bribery, as well as to identify, monitor, and correct situations related to Bribery and Corruption that may arise against the Company, promoting the establishment of a culture of Compliance, safeguarding the reputation of the Company.

Compliance with the guidelines and standards contained in this policy will always take precedence over compliance with commercial objectives and other indicators that have been established to measure the management of **INTCOMEX** Employees.

SCOPE

This policy is mandatory for all Directors, Managers and Employees (all together hereinafter: 'Employees') of **INTCOMEX** and its subsidiaries, who shall implement it according to the needs and requirements of their different business units and local jurisdictions.

STAFF IN CHARGE

The LC is responsible for defining this policy, as well as the CFO, General Manager, Controllers, and other Managers of each subsidiary shall be responsible for enforcing it, together with all Employees in the Company.

6. ASSOCIATED POLICIES



DEFINITIONS

BRIBERY: Offering, giving, or promising a national or foreign public official or public servant something of value, a gift, promise, advantage, or benefit to perform or omit to perform acts in compliance with or in violation of their obligations, either directly or indirectly.

CORRUPTION: The improper use of entrusted power to obtain personal advantages.

GIFT: An asset or object that, regardless of its value, is voluntarily given to a person without receiving compensation in return.

PUBLIC OFFICIAL: A person who has a partial or permanent employment relationship with the state or any government entity, either directly contracted or outsourced, including persons holding positions in companies with state participation. Also, those persons who work for international organizations.

INFLUENCE PEDDLING⁵: The invocation of real or potential influences with any Public Official, intended to receive, give, or promise for himself or for a third party, a donation, promise or any other advantage or benefit with the offer to intercede before that official or public servant who must know, knows or has known a judicial or administrative case.

CLIENTS: Natural or legal persons that acquire the products commercialized by **INTCOMEX** through its different marketing channels.

SUPPLIERS: Natural or legal persons that provide services or supply products to the Company, for example, customs brokers, marketing agencies, consulting agencies (human resources or commercial, among others), external brokers (permits, authorizations, corporate procedures, registrations, among others), agents, legal or accounting firms, etc.

6. ASSOCIATED POLICIES



GENERAL ASPECTS

COMMITMENT NOT TO ENGAGE IN ACTS OF CORRUPTION

INTCOMEX does not tolerate any form of corruption. Therefore, all Directors, Managers and Employees must avoid committing an act of Corruption and/or Bribery, including activities involving a Public Official, a third party related to him, or another with whom he has a business relationship or transaction of any kind.

No one at **INTCOMEX**, nor any third party or entity acting on its behalf or for its own benefit, may submit or accept a Bribe, or perform an act of Corruption, either directly or indirectly through third parties, even in the case of documentation proceedings.

Acts of Corruption include but are not limited to gifts offered to Public Officials, or to a third party related to the Public Official or another with whom the Public Official has a business relationship or transaction of any kind to obtain an undue advantage. Common business practices should be prevented from having any irregular appearance, involving an improper offer or proposal.

Inducements, whether are gifts or cash payments, made to any Public Official, to expedite or facilitate the performance of a routine action are also construed as Corruption and Bribery.

6. ASSOCIATED POLICIES



BUSINESS WITH THIRD PARTIES

To hire third parties, whether natural or legal persons, **INTCOMEX** must comply with a series of requirements under the anti-corruption laws in force, which are, but are not limited to, the following:

- I. Before opening negotiations of commercial agreements or signing contracts with third parties, a reasonable and documented due diligence process must be conducted, requesting documentation that provides background information relevant to the business relationship.
- II. Payment to third parties for the activity they perform must correspond to a fair market value, be specified in the contract, and be proportional to the activities to be performed.
- III. The activities of third parties should be monitored.
- IV. Payments made to third parties must be evidenced with corresponding documents.

ACCOUNTING BOOKS AND RECORDS AND FINANCIAL CONTROL

All money transactions made by Employees, especially regarding processes with public institutions, must be recorded in the accounting records. The records must reflect the exact amounts and concepts of use.

The purpose of those transactions made by **INTCOMEX** must be recorded accurately and immediately. The record of **INTCOMEX's** assets, liabilities, income, and expenses must also be immediate and accurate.

INTCOMEX maintains internal accounting controls designed to prevent inaccurate financial records and accounts.

6. ASSOCIATED POLICIES



USE OF UNDUE INFLUENCE

It is prohibited to use the influence of any kind to expedite, obtain, process, present, and, in general, to accomplish the performance of an administrative or jurisdictional proceeding from any Public Official, or the issuance of documents, resolutions, permits, and other documentation that should come from a Public Official, including for approval of actual or potential businesses that could be of their own, in partnership with third parties or participating in the value chain.

INTCOMEX's Employees, Clients and Suppliers may not exert influence on Public Officials, whether real or potential, to obtain any benefit for themselves or in favor of **INTCOMEX**. Nor may they use the services of third parties based on the invocation of influence with Public Officials.

IRREGULAR AGREEMENTS

Any coordination, conversation, communication, visit, meeting, etc., to be carried out with any Public Official must be done through the official channels publicly known, and in settings assigned for this purpose according to the competence and nature of the procedure in which **INTCOMEX** is participating or evaluating to participate. Any agreement made in such proceeding must respect the current legal framework, expressly prohibiting the conclusion of agreements that violate it.

It is prohibited to enter, award, or propose agreements with Public Officials, entities, or public companies on behalf of **INTCOMEX**. This prohibition is extended to the commercial activities of a third party where **INTCOMEX** is favored by the conclusion of an agreement with the state.

IDENTIFIED NON-COMPLIANCE

All Employees are required to report any suspicion or information about a breach or potential breach of this policy to the Company's Whistleblowing Line: compliance@intcomex.com

6. ASSOCIATED POLICIES



6.2 ANTI-MONEY LAUNDERING AND TERRORIST FINANCING POLICY

OBJECTIVE

To establish a framework for action and general guidelines for **INTCOMEX** ('Company') to comply with the legislation that regulates Money Laundering and Terrorist Financing (hereinafter 'ML/TF'), and in turn, can respond and mitigate the risk of being used as an instrument for carrying out ML/TF operations.

Compliance with the guidelines and standards contained in this policy shall always take precedence over compliance with business goals and other indicators that have been established to measure the performance of **INTCOMEX** Employees.

SCOPE

This policy is mandatory for all Directors, Managers and Employees (all together hereinafter: 'Employees') of **INTCOMEX** and its subsidiaries, who shall implement it according to the needs and requirements of their different business units and local jurisdictions.

STAFF IN CHARGE

The Regional Legal & Compliance Department ('LC') is responsible for defining this policy, as well as the General Manager, Controllers and other Managers of each subsidiary shall be responsible for enforcing it.

All Employees are responsible for:

- I. Abide by the guidelines and mechanisms defined in this policy.
- II. Report in a timely manner to the LC or through the Whistleblowing Line (compliance@intcomex.com) the facts or circum-

6. ASSOCIATED POLICIES



stances cataloged as warning signs or unusual operations.

- III. Cooperate with the investigations that the Company carries out regarding ML/TF, preserving the principle of confidentiality and discretion.
- IV. Refrain from providing or disclosing information related to internal support, reports, and documents on suspicious transactions, or any other confidential document related to ML/TF risk management processes.
- V. Successfully complete the mandatory training programs conducted by **INTCOMEX**, focused on the identification and control of ML /TF risk.

DEFINITIONS

MONEY LAUNDERING (ML): The crime committed when criminal proceeds are processed to disguise their illegal origin.

TERRORIST FINANCING (TF): The crime related to funds, goods, or resources accessed by terrorist organizations or terrorists to finance their activities.

DUE DILIGENCE: The investigation and analysis of positive and negative aspects of a company that facilitate decision making. In some cases, the lack of decisions based on these aspects may jeopardize the existence or continuity of a business or business relationship.

RESTRICTIVE LISTS: Databases that collect information, reports, and background of different organizations, individuals, and/or legal entities, which may present suspicious activities, investigations, proceedings, and/or convictions for the crimes of Money Laundering and Terrorist Financing ('ML/TF').

6. ASSOCIATED POLICIES



UNUSUAL OPERATIONS: Operations made by natural or legal persons, which, due to their amount or characteristics, are not part of the usual systems and business practices of a given industry or sector.

SUSPICIOUS TRANSACTIONS: Transactions carried out by natural or legal persons, which, due to their number, quantity, or characteristics, do not fall within the systems and usual business practices of a given industry or sector, and which, according to the uses and customs of the activity in question, could not have been justified.

RISK: The possibility of something happening that will have an impact on the entity's objectives.

RISK MANAGEMENT: Application of policies, procedures, and management practices for the tasks of establishing the context, identifying, analyzing, evaluating, monitoring, and communicating risks.

WARNING SIGNS: Facts, situations, indicators, financial ratios, and other information that the entity determines as relevant, from which it can be inferred in a timely or prospective manner the possible existence of a fact or situation that is beyond of what the Company determines as a normal operation.

PLACEMENT: Money is placed into the legal circuits of the market or financial systems.

LAYERING: Successive operations with the purpose of fractioning, accumulating, hiding, and concealing the origin of the money.

6. ASSOCIATED POLICIES



INTEGRATION: Conversion or investment in assets of apparently legitimate origin.

CLIENTS: Individuals or legal entities that acquire the products marketed by **INTCOMEX** through its different marketing channels.

SUPPLIERS: Individuals or legal entities that provide services or products to the Company, for example, customs brokers, marketing agencies, consulting agencies (human resources or commercial, among others), external brokers (of permits, authorizations, corporate procedures, registrations, among others), agents, legal or accounting firms, etc.

GENERAL ASPECTS

INTCOMEX does not admit under any circumstance actions, conducts, misconduct, or situations of ML/TF committed by its Employees, Clients or Suppliers. Any misconduct of this type is considered serious and could result in discipline or even dismissal for just cause.

For that reason, the Company:

- I. Has an ML/TF risk management system as a fundamental part of Integral Risk Management in accordance with the current regulations.
- II. Will allocate the necessary resources for the ML/TF risk management system to operate adequately, as part of the process of analysis and awareness of Employees, Clients and Suppliers.
- III. Will implement adequate verification mechanisms to know our Clients, Employees, and Suppliers, in order to obtain

6. ASSOCIATED POLICIES



the necessary information and the most relevant features for the prevention, monitoring, and detection of unusual or suspicious transactions.

- IV. Prohibits itself to interact, establish or maintain business relationships or conduct operations with persons or companies that are included in restrictive or binding lists.
- V. All Employees must be informed and understand the policies and the INP at the time of their onboarding process, through the available means of dissemination.
- VI. Refrain from providing or disclosing information related to internal support, reports, and documents on suspicious transactions, or any other confidential document related to ML/TF risk management processes.

All Employees are responsible for complying with the internal procedures and rules regarding the ML/TF risk management system and the current legislation, thus committing to **INTCOMEX's** ethical standards.

A transaction or conduct will be considered suspicious when it can be presumed that the used funds or assets have illegal origins, or when the legality of their origin is not duly established.

GUIDELINES TO KNOW OUR CLIENTS OR SUPPLIERS

The guidelines established by the LC shall be applied for the verification of Clients or Suppliers, which involves:

- I. Verifying if the Employees, Clients or Suppliers are considered under the accepted guidelines and performing the controls in restrictive lists.
- II. Applying the due diligence process for Employees, Clients or Suppliers.
- III. Executing verification of Politically Exposed Persons ('PEP') representing the Client or Supplier.

6. ASSOCIATED POLICIES



SUSPICIOUS SIGNS

Unusual conduct by a Client or Supplier may be considered if:

- I. The data provided by the Client or Supplier are not congruent or true, are outdated, unverifiable, or insufficient and the Client or Supplier insists on not clarifying or completing them.
- II. They refuse to comply with the linking processes established by **INTCOMEX**.
- III. The financial background is not clear or there is opposition to providing information about the work activity, business, and source of funds.
- IV. They refuse to submit information on creditworthiness.
- V. They have an interest in establishing commercial ties with **INTCOMEX** on behalf of a third party for which clear and complete information is not provided.
- VI. The existence of judicial legal issues in the country of origin is not reported or not clarified.
- VII. They repeatedly perform split transactions.
- VIII. They intend to use cash as the only means of payment when it is not in accordance with the nature of the operation being performed.
- IX. They frequently perform transactions for sums of money that are not related to the occupation they declare to have.
- X. They pretend to carry out substantial operations in cash, in the name of third parties whose profile does not match such operations.

6. ASSOCIATED POLICIES



COMMUNICATION AND REPORTING OF UNUSUAL CONDUCT AND TRANSACTIONS

When unusual conduct or operation is identified, the LC should be contacted through the Whistleblowing Line to proceed with the pertaining analysis and evaluation. If it is determined that the conduct merits investigation, the necessary mitigation measures will be taken.

If it is proven that the Employee has not communicated or has concealed to the Company information about any Client or Supplier related to the prevention of money laundering or terrorist financing, he/she will be subject to dismissal with just cause and legal action.

All Employees are obliged to report to the Whistleblowing Line (compliance@intcomex.com) any suspicion or information about any breach or potential breach of this policy.



6.3 CONFLICT OF INTEREST POLICY

OBJECTIVE

Establish the necessary parameters to guide all **INTCOMEX** ('Company') Employees in making decisions that may influence or influence their opinions or actions, compromising the image of the Company.

Compliance with the guidelines and standards contained in this policy will always take precedence over compliance with business goals and other indicators that have been established to measure the performance of **INTCOMEX** Employees.

6. ASSOCIATED POLICIES



SCOPE

This policy is mandatory for all Directors, Managers and Employees (all together hereinafter: 'Employees') of **INTCOMEX** and its subsidiaries, who shall implement it according to the needs and requirements of their different business units and local jurisdictions.

STAFF IN CHARGE

The LC is responsible for defining this policy, as well as the General Manager, Controllers and other Managers of each subsidiary shall be responsible for enforcing it.

DEFINITIONS

CONFLICT OF INTEREST:

The situations in which the judgment of an Employee and the **integrity** of his or her actions tend to be unduly influenced by an economic interest of his or her own or personal advantage. In other words, they are situations in which an Employee's actions tend to be unduly influenced by an economic interest that is profitable for him/her, thus leaving aside the Company's interest. This includes preferences towards third parties based on family and/or personal interests and/or related persons, and/or acting through a known third party or interposed for the same economic and/or personal advantage.

TECHNOLOGICAL RESOURCES:

Personal equipment, servers, cell phones, software, instant messaging platforms, e-mail, storage services or platforms, and any technological tool provided by the Company for the fulfillment of the work tasks of the Employees.

6. ASSOCIATED POLICIES



CLIENTS:

Natural or legal persons who acquire the products commercialized by **INTCOMEX** through its different marketing channels.

SUPPLIERS:

Natural or legal persons that provide services or supply products to the Company, for example, customs brokers, marketing agencies, consulting agencies (human resources or commercial, among others), external brokers (permits, authorizations, corporate procedures, registrations, among others), agents, legal or accounting firms, etc.

GENERAL ASPECTS

All Employees must avoid situations that present or may present a conflict of interest.

A conflict of interest occurs when personal interest influences the decisions or actions of the Employees, or affects, compromises, or conditions in any way the obligation of loyalty that they must fulfill. In many cases, friendship or closeness with Clients or Suppliers can create conflict of interest situations that must be reported to the LC.

CONFLICT OF INTEREST CONSIDERATIONS

CONFLICT SITUATIONS

Company Employees may not act as directors, executives, partners, employees, advisors, agents, or representatives of a competitor, Client, or Supplier, without the express authorization of **INTCOMEX**.

6. ASSOCIATED POLICIES



DUTY OF CONFIDENTIALITY

It is prohibited to use information related to any aspect of the Company's business activity or information obtained in the context of the employment relationship with the Company, for personal benefit or in any way to disclose it. Such information may not be disclosed to any other person or entity, except as required for the performance of their duties within the Company.

All Employees must maintain the confidentiality of the Company's internal data, as well as information obtained from third parties as the result of the performance of their duties.

Should the duty of confidentiality be breached, the Employee shall be liable for any damages caused to **INTCOMEX** and shall be subject to sanctions, including dismissal for just cause and without prejudice.

USE OF TECHNOLOGICAL RESOURCES AND INTERNET ACCESS

Employees must use the technological resources provided by the Company in a responsible manner and exclusively for the performance of their duties in the context of the employment relationship that binds them to **INTCOMEX**.

The Company will tolerate occasional and proper personal use of electronic media if such use is reasonable, in good manners, and does not interfere with the Employee's job responsibilities, affect commercial use, or involve illegal or unprofessional activities. Employees, however, must demonstrate a sense of responsibility and good judgment to ensure that their use for reasons unrelated to their specific functions does not interfere with their performance.

6. ASSOCIATED POLICIES



The use of technological resources for purposes other than those described shall be considered a serious breach of the obligations of obedience, fidelity, and contractual good faith, regardless of whether it causes any kind of benefit or profit for the Employee or damage to the Company.

The Company is authorized to monitor the use of its technological resources and to carry out controls and audits to this effect. **INTCOMEX** reserves the right to access the different digital communication media, as well as the information storage systems or devices provided by the Company to the Employees.

Messages sent electronically must always have work purposes and in no case expressions or information of defamatory, discriminatory, libelous, harmful, or pornographic content, or in general, outside the strict labor standards.

Employees may not use or incorporate the personal equipment (for example, computers) provided by the Company -integrated or not to its internal network-, computer programs that do not have the respective license or authorization of the respective manufacturer, and that have not been authorized by the administrator of the computer network, having to notify the Company when they become aware of this type of situation.

The Employee in charge of the personal equipment in the conditions of use mentioned in this point of the herein document assumes full responsibility for the facts and damages that may correspond.

Failure to comply with these procedures may lead to immediate disciplinary action, including dismissal for just cause.

6. ASSOCIATED POLICIES



INTELLECTUAL PROPERTY

Employees acknowledge and accept the cession of products derived or that could be derived from their work at **INTCOMEX**, which could generate industrial and intellectual property rights in favor of **INTCOMEX**, being the Company, the owner of such rights.

This acknowledgment and cession is made on a definitive and exclusive basis, with the authority of transfer and license to third parties and for the world, and for the entire term of protection recognized in the current legislation for copyrights, as the case may be.

The Employee pledges to sign any public or private document in favor of the Company or third parties and to carry out any actions necessary to give effect to the intellectual or industrial property rights in favor of the Company.

DUTY OF FIDELITY

Employees must observe all duties of loyalty deriving from the tasks they perform.

Employees may not divert to other persons or entities the commercial opportunities that they know or can anticipate in the performance of their duties and that could be of interest or detrimental to **INTCOMEX**.

6. ASSOCIATED POLICIES



USE OF ASSETS AND WORK ELEMENTS

All **INTCOMEX** assets, from physical to intellectual, are fundamental tools for our success. It is the responsibility of each Employee, at first, and of the Manager, at last, to protect and give adequate use to the assets and work elements given to them by the Company and to avoid their deterioration, destruction, being stolen or diverted to fulfill personal purposes or other than the best interest of the Company. The assets must be returned at the end of the employment relationship with the Company in the same conditions in which they were received, except for the normal deterioration produced by their proper use.

POTENTIAL CONFLICT OF INTEREST SITUATIONS

PERSONAL INVESTMENTS

Direct or indirect financial interests of an employee in a company that is a competitor of **INTCOMEX** or someone who offers their services, considering that said employee has the authority to make decisions or recommendations that may have consequences.

TRADE

INTCOMEX's negotiations must always be conducted ethically, thus prohibiting its Employees to negotiate the products commercialized by the Company without considering its policies. This prohibition includes all **INTCOMEX** Employees.

6. ASSOCIATED POLICIES



BUSINESS OPPORTUNITIES

No Employee shall participate directly nor indirectly in any business or entity when it is known that **INTCOMEX** may acquire or is acquiring an interest in that same business or entity.

OWNERSHIP OR INTEREST

For the purposes of this policy, the ownership or involvement of an Employee's spouse directly or on behalf of his or her minor children shall be deemed to be ownership or involvement for purposes of determining conflict of interest.

CONFLICT OF INTEREST WITH DIRECT AND INDIRECT FAMILY MEMBERS

The situations that imply that a relative of an Employee has interests in a company competing with **INTCOMEX** must be informed before agreeing to any type of business relationship with **INTCOMEX**.

The incorporation of a family member shall take place as long as they comply with the requirements requested for the fulfillment of the duties of any regular Employee. A potential conflict of interest involving a relationship of subordination or control must be avoided. When in doubt, the LC should be informed to analyze the situation and mitigate any potential risk.

Regarding indirect interests and relationships, three general rules must be respected:

6. ASSOCIATED POLICIES



- I. The Employee must not make decisions or influence decisions made by others in matters involving companies in which a family member is employed.
- II. The Employee must not obtain an indirect benefit from a transaction of the Company with a company owned by a family member or where a family member works.
- III. The Employee shall inform any situation in which a family member has an interest in a competing company or in any transaction of our company.

OWNERSHIP INTERESTS

It is prohibited to buy, sell, or lease rights or interests of any type of property, directly or indirectly, with the knowledge that **INTCOMEX** has an active or potential interest in them.

LOANS

It is prohibited to lend or receive economic loans from any Client, Supplier, contractor of **INTCOMEX**, or any person related to them.

MERCHANDISE LOAN

All products that leave the Company as a loan and that have a valuation of inventory must be managed locally to control the inventory issues.

6. ASSOCIATED POLICIES



OBLIGATIONS IN THE EVENT OF A CONFLICT OF INTEREST

- I. It is the primary duty of the Employee to always represent **INTCOMEX** to the best of his/her ability and **integrity**. Therefore, no Employee shall be involved in any situation, other than those mentioned above, that interferes with this obligation.
- II. The Employee is responsible for identifying and reporting to the Whistleblowing Line (compliance@intcomex.com) all possible situations of conflict of interest. When in doubt, they may consult with the LC through the same line.
- III. VPs, Directors and Managers, in turn, should discuss any of these situations directly with the LC.
- IV. On the other hand, the Employee must follow the advice given on conflicts, taking into consideration that these policy guidelines have been formulated to provide maximum protection to both the Employee and **INTCOMEX**.



6.4 EXPORT CONTROL POLICY

OBJECTIVE

To establish a framework and a general guideline for **INTCOMEX** ('Company') to comply with export and international trade legislation, especially U.S. legislation, and to have the capacity to respond to and mitigate any risk related to non-compliance with any of the mentioned regulations.

Compliance with the guidelines and standards contained in this policy will always take precedence over compliance with trade goals and other indicators that have been established to measure the performance of **INTCOMEX** employees.

6. ASSOCIATED POLICIES



SCOPE

This policy is mandatory for all Directors, Managers, and Employees (all together hereinafter: 'Employees') of **INTCOMEX** and its subsidiaries, who shall implement it according to the needs and requirements of their different business units and local jurisdictions.

STAFF IN CHARGE

The Regional Legal & Compliance Department ('LC') is responsible for defining this policy, and the CEO, COO, VPs, General Manager, Controllers, and other Managers of each subsidiary shall be responsible for enforcing it.

GENERAL ASPECTS

INTCOMEX is committed to complying not only with the letter but also with the spirit and purpose of all export and international trade regulations of each of the countries in which it operates commercially, including the United States.

Exports, re-exports, imports of any type of service, tangible or intangible asset, or any other transaction made contrary to the existing international trade regulations of any applicable jurisdiction or contrary to the procedures of this policy is prohibited and will be sanctioned.

The export regulations of the United States Department of Commerce (hereinafter the 'Department of Commerce') control exports, deemed exports, imports, re-exports, and transfers of:

6. ASSOCIATED POLICIES



- I. Commercial (non-military) products, software, and technology.
- II. Items that may have both commercial and military use.
- III. Ammunition that is under the control of the Department of Commerce.

The U.S. Department of State's International Traffic in Arms Regulations include:

- IV. The manufacture, export, deemed export and brokering transactions involving defense articles.
- V. Access to technical information.
- VI. The provision of defense services.
- VII. Other activities related to items designed, developed, configured, adapted, or modified for military use or that are part of the U.S. Munitions List.

The Department of Commerce's Foreign Trade Regulations are enforced by U.S. Customs and Border Protection. These regulations set forth the requirements for electronic filings necessary to export from the United States.

Foreign assets control regulations, enforced by the Office of Foreign Assets Control of the U.S. Department of the Treasury (the 'Treasury Department'), include prohibitions and restrictions on exports and trade and financial transactions with certain countries, governments, and individuals under U.S. economic sanctions programs.

Anti-boycott regulations are enforced by the Department of Commerce's Office of Anti-Boycott Enforcement and the Treasury Department's Internal Revenue Service. These regulations include reporting obligations, prohibitions, and tax obligations that may apply if the Company complies with international economic boycotts in which the United States does not participate.

6. ASSOCIATED POLICIES



Prohibitions and restrictions on exports and other commercial ties with:

- I. Any person who is prohibited from receiving certain products, technology, and software from the United States.
- II. Any person engaged in certain activities, such as the unregulated development, stockpiling, and distribution (proliferation) of weapons, terrorism, and drug trafficking.
- III. Any person affiliated with governments that are on the U.S. economic sanctions list.

It is also the Company's policy to comply with any other regulations applicable to **INTCOMEX's** operations and activities in jurisdictions other than the United States that restrict:

- I. Imports, exports, and related activities.
- II. Doing business with certain countries, governments, entities, and persons.

CONSIDERATIONS

The LC is in charge of informing **INTCOMEX's** internal controls and procedures in relation to this policy and will be responsible for implementing them in the day-to-day operations of the Company, with the necessary support of its other departments and management at all levels, especially considering the need to keep all those responsible informed of the frequent regulatory changes.

INTCOMEX's management is committed to ensuring that all Employees have the necessary training and resources to be able to fulfill their responsibilities.

6. ASSOCIATED POLICIES



It is the responsibility of all levels of the Company's management to advise Senior Management on any export or trade-related fact, inquiry, concern, or investigation that may become of legal significance to **INTCOMEX** or any of its associates.

International business generates a sizable portion of **INTCOMEX's** revenues. Consequently, any violation of any regulation in this area may jeopardize **INTCOMEX's** ability to continue operating worldwide.

In addition, any violation of U.S. export regulations can result in substantial fines, restrictive penalties for Directors, Employees, or agents, suspension of import privileges, and immeasurable reputational damage to **INTCOMEX**.

DETECTION OF NON-COMPLIANCE

All Employees are required to report to the Whistleblowing Line (compliance@intcomex.com) any suspicion or information about any breach or potential breach of this policy.

7. WHISTLEBLOWING LINE



The Whistleblowing Line is a direct, effective, and confidential channel to report Employee alerts related to non-compliance with internal regulations, current laws, irregularities, and any similar event from behalf of **INTCOMEX** Employees. For this purpose, the e-mail address compliance@intcomex.com is available.

The Whistleblowing Line was created to receive reports on all those activities or events that may originate the commission of a crime or the materialization of any risk to the detriment of **INTCOMEX**, which will be of significant help to the Company, since it will provide the necessary information to counteract that type of activities.

NO RETALIATION

Retaliation against Employees who raise ethical questions or complaints will never be tolerated and will be considered a serious violation of the INP and will be subject to termination for just cause.

INTCOMEX expects Employees to act in good faith and with a genuine and honest conviction of what they are proposing, with a collaborative and committed attitude. On the other hand, if an Employee reports a false complaint, he/she will not be able to take refuge under the principle of 'No retaliation'.

INTCOMEX guarantees that the confidentiality of the persons involved will be maintained, particularly, the Employee's or third party that submits the alert regarding the reported event and the resulting investigative process. Likewise, the information provided will be kept confidential and shall be for the exclusive knowledge and use of the Committee. The complaint can be reported through the email address compliance@intcomex.com.

8. INTEGRITY PROGRAM RULES OF PROCEDURE

PURPOSE

These rules of procedure are part of the Integrity Program ('INP'), thus integrating the internal regulations of **INTCOMEX**. Their purpose is to establish basic rules of organization and operation of the INP, providing a mechanism capable of identifying conduct that may occur within the Company, liable to disciplinary or legally punishable measures.

SCOPE OF APPLICATION

These regulations are applicable to all **INTCOMEX** Employees, and the Company shall ensure its compliance. Failure to comply with the procedures contained herein shall imply disciplinary measures against the Employee who commits them, in accordance with the current legislation.

8.1 REGIONAL LEGAL & COMPLIANCE DEPARTMENT AND COMPLIANCE COMMITTEE

In charge of analyzing, designing, processing, and supervising the different policies and procedures governing the INP, including the administration of the Whistleblowing Line.

The LC is composed of:

- Guillermina Pinnel, Head of Legal & Compliance
- Paula Patiño, Regional Compliance Specialist
- Adolfo Piffaretti, Legal Counsel

Guillermina Pinnel is **INTCOMEX's** Compliance Officer, appointed to this position based on her qualifications and credentials. The Compliance Officer may be removed from her position by decision of the CEO or at the request of the other members of the Regional Committee with the agreement of at least the CEO or the COO for a duly justified cause. Until a new Compliance Officer is appointed, the interim position shall be designated by the CEO.

8. INTEGRITY PROGRAM RULES OF PROCEDURE

REGIONAL COMPLIANCE COMMITTEE

- I. The Regional Compliance Committee ('Committee') will be responsible for enforcing internal control measures, thus being able to detect and prevent the commission of all types of violations attributable to **INTCOMEX**.
- II. The Committee will be comprised of:
 - Head of Legal & Compliance, Guillermina Pinnel
 - CFO, Jorge Diaz Aroca
 - Head of Human Capital, Pia Bazzolo
 - General Manager of each legal entity if deemed necessary and by unanimous vote of the members of the Committee.
- III. Decisions adopted by the Committee will be established by vote of each member. If a tie is constituted or there is a member involved in a situation, the CEO and COO will jointly cast the tie-breaking vote.

LOCAL SENIOR MANAGEMENT

The Local Senior Management is, within its scope of control and competence, in charge of guiding the operation of the INP under the monitoring and support of the LC.

The Local Senior Management may be required to participate in investigations when the complaint so requires, at the discretion of the LC together with each area of **INTCOMEX** that it deems appropriate by virtue of its nature.

The report to the LC shall indicate the following:

- The way the established controls for the INP work.
- What revisions and updates to the INP are necessary and what is the reason for such revision.



8. INTEGRITY PROGRAM RULES OF PROCEDURE

WHISTLEBLOWING LINE

The Whistleblowing Line was created to gather information on all the events or actions that may lead to the commission of a crime or the materialization of any risk to the detriment of **INTCOMEX**, which will be of significant help to the Company, since it will provide the necessary information to counteract this type of activities.

PRINCIPLES OF THE WHISTLEBLOWING LINE

- I. The Whistleblowing Line is a direct, effective, and confidential channel to report activities of Employees or third parties (Suppliers, Clients, shareholders, etc.) related to non-compliance with the INP, and any similar event on behalf of **INTCOMEX** Employees.
- II. **INTCOMEX** guarantees that the confidentiality of the persons involved will be maintained, particularly, the Employee's or third party filing the complaint. Likewise, the information provided will be kept confidential and will be for the exclusive knowledge and use of the area involved and the LC. Notwithstanding the above, **INTCOMEX** may disclose the information if it receives a requirement that may be legal, from a court order, a government agency, a regulatory authority, or due to circumstances that **INTCOMEX** considers necessary and that can be legally justified.
- III. **INTCOMEX** guarantees the protection of the Employee or the third party submitting the alert, against retaliation or any other form of discrimination or intimidation for having provided information of irregular activities, unless it is reliably proven that the same was made in bad faith.
- IV. All complaints received shall be archived by the Committee, with restricted access.
- V. The Committee shall guarantee an efficient and effective investigation and resolution of the alerts presented.

8. INTEGRITY PROGRAM RULES OF PROCEDURE

COMMUNICATION OF VIOLATIONS AND DUTY OF CONFIDENTIALITY

- I. Through the Whistleblowing Line, any person, whether Employee, Supplier, Client, or third party who obtains information and/or becomes aware of the existence of a violation of the **INTCOMEX** Code, an administrative irregularity, or the commission of a crime, may communicate it to the Company through the open and confidential communication channels.
- II. Complaints may be submitted with the identification of the complainant, whose identity will be kept confidential by the Committee, ensuring that, in the case of being an **INTCOMEX** Employee, no action will be taken against him/her that may harm or jeopardize his/her work. In the case of a Supplier their services shall not be dispensed, except for a justified reason duly documented before Senior Management.
- III. In the case of a malicious complaint and with an identified complainant, the complaint will be filed without further investigation and will be brought to the attention of the Committee for evaluation, with a recommendation that the complainant is sanctioned for bad faith and/or malicious deceit if he/she is an Employee of the Company.

INTERNAL INVESTIGATIONS

Upon receipt of the complaint, the following will be observed and monitored:

- I. Information of the person to whom the infraction is attributed, and attachments related to the complaint.
- II. Any risk for **INTCOMEX**.
- III. Level of seriousness of the infraction made -whether it is to the INP and constitutes a crime.
- IV. Responsible for the department or area that would have an affinity with the subject to be investigated.

8. INTEGRITY PROGRAM RULES OF PROCEDURE

ANALYSIS OF THE COMPLAINT

- I. If the person reported is a member of the LC, the CEO will determine to whom the investigation should be referred, maintaining total impartiality.
- II. If the person denounced is a member of the Committee, the investigation shall be carried out by the LC together with external support, whose evaluation and sanctions to be applied shall be its responsibility, maintaining total impartiality.
- III. If the reported person holds the rank of General Manager or Regional VP, the investigation will be conducted by the LC together with the regional positions related to the investigation and will be supervised by the CEO and COO.
- IV. In the case of an **INTCOMEX** Employee, the investigation will be carried out by the LC, along with the respective area of more affinity with the case. If the complainant's statement or presence is required for the purposes of the investigation, this procedure will be carried out by the Compliance Officer of the Company or whoever he/she designates in his/her place, always with the presence of a member of the Committee as a witness, keeping the identity of the complainant in reserve.
- V. The internal investigation shall respect the principles of due process and, consequently, the right of defense. In this regard, the persons involved shall have the right to know the charges brought against them.

INVESTIGATION

- I. The LC shall monitor the Whistleblowing Line on a daily basis.
- II. The LC shall be responsible for conducting the internal investigations it considers necessary for the clarification of the filed complaints, informing the respective parties of the relevant measures to be taken in accordance with the procedures of the INP.
- III. The LC may seek the advice of external professional specialists when circumstances so require.

8. INTEGRITY PROGRAM RULES OF PROCEDURE

- IV. The LC shall maintain a record of all filed complaints, as well as keep custody of all information received, always ensuring the confidentiality of the information.
- V. In cases where the LC considers that the complaint is unfounded, it shall record in the register the decision taken not to initiate an investigation. This decision shall not prevent the initiation of a subsequent investigation if additional information is subsequently received that justifies the course of the investigation.

8.2 DISCIPLINARY SYSTEM

SANCTIONS

- I. In accordance with these regulations and to reinforce the proper implementation and operation of the **INTCOMEX** INP, the following is a list of infractions that, if committed by any Employee, shall be punishable:
 - Failure to comply with the INP.
 - Failure to comply with the training established for the INP.
 - Obstructing or attempting to impede the actions of supervision or control in matters of regulatory compliance, as well as refusing to provide the information requested by the LC or the Committee.
 - Making a malicious complaint to the Company's Whistleblowing Line.
 - Failure to cooperate in good faith on internal investigations.
 - Infringing the duty of reserve and confidentiality of internal investigations.
 - Failure to respect **INTCOMEX's** Values.
 - Unlawful activities.
 - Failure to comply with current regulations.
- II. The list of infractions is only enunciative and may include other infractions related to the INP that are not considered exhaustively and which are related to the Values of the company and/or this INP.



8. INTEGRITY PROGRAM RULES OF PROCEDURE

SANCTIONING AUTHORITY

- I. The LC will issue a recommendation on whether to apply the corresponding sanction. In the case of a recommendation with sanctioning content, the seriousness of the facts and certainty of their commission shall be considered, and the reasons shall be given.
- II. Exceptionally, the Committee may request additional information from the Employee on specific necessary points, in order to make a decision.
- III. The decision on the applicability of such sanction will be made by the CEO and COO according to the seriousness of the case. Otherwise, it may be shared with the General Manager of the country involved.

8.3 COMMUNICATION, TRAINING, EVALUATION AND MONITORING OF THE INTEGRITY PROGRAM

COMMUNICATION AND TRAINING

INTCOMEX will conduct permanent and periodic dissemination and training programs on the contents of the INP and its regulations, leaving a record of its implementation. Dissemination and training may be conducted in person or by electronic means, and at least once a year.

INTCOMEX's training program will focus on Directors, Managers, and Employees, to instruct them in the prevention of corruption and prevention of Money Laundering and Terrorist Financing ML/TF.

EVALUATION AND PERMANENT MONITORING

INTCOMEX will establish INP feedback mechanisms through evaluation and monitoring processes. The LC will be in charge of adapting the INP to new situations that so require.

9. ADMINISTRATION AND VIOLATIONS

The procedures of the INP are mandatory for all **INTCOMEX** Employees regardless of their position. All **INTCOMEX** Employees must sign the receipt of a copy of the INP in written or electronic form, assuming in the same document the commitment to read it.

Any actions or behavior contrary to the procedures contained in this INP that occur at **INTCOMEX** and of which **INTCOMEX** becomes aware, must be reported to compliance@intcomex.com.

Actions or behavior contrary to the INP will be considered serious misconduct and will be subject to penalties including termination of employment for just cause, according to the severity and impact of the action or behavior in question.



10. SUPPORT AND ACTIONS

The INP will conduct constant surveillance and it will keep its communication channels opened, to answer and/or clarify any questions that arise in the day-to-day of **INTCOMEX's** Employees. We all have the responsibility and commitment to cooperate with any internal or external investigation, ethically and in a confidential manner. The omission of any information, lack of participation, or silence is also detrimental to our **integrity** and may be considered serious misconduct and cause for dismissal.



11. GLOSSARY

COLLUSION: The fraudulent agreement to the state's heritage assets, made between a natural person and a public official who directly or indirectly intervenes, based on his/her position, in any stage of the acquisition categories or public contracting of assets, work or services, or concessions. If the agreement is materialized in an effective fraud of the state's heritage assets, the case or figure will be aggravated.

EMPLOYEE(S): The persons who maintain an employment relationship with **INTCOMEX**, regardless of the type of contract, and regardless of the position they hold within **INTCOMEX** (Directors, VPs, Managers, etc.).

CORRUPTION²: The practice of abusing power, functions, or means to obtain economic or other benefits.

PUBLIC OFFICIAL³: Anyone who has a partial or permanent relationship with the state or any government entity, either directly contracted or outsourced, including persons who hold positions in companies with state participation. Also, those who work for international organizations.

MISSION: To foster the growth of people, organizations, and communities in all America and the Caribbean, connecting them with the latest in technology and facilitating their digitalization, thereby generating positive impact that propels the technological development in the region.

11. GLOSSARY

BRIBERY⁴: Offering, giving or promising to a national or foreign Public Official or public servant, a gift, promise, advantage, or benefit to perform or omit acts in compliance with or in violation of their obligations, either directly or indirectly. Among the purposes of bribery, we can find, without being limited to, the following: exerting undue influence or rewarding a desired action, exerting undue influence or rewarding an act in breach of a lawful duty, causing someone to refrain from acting in breach of a lawful duty, providing oneself with an undue advantage, and exerting undue influence on the decision of a government or government official.

INFLUENCE PEDDLING⁵: Invocation of real or potential influence with any public official, intended to receive, give, or promise for themselves or for a third party, a donation, promise or any other advantage or benefit with the offer to intercede before that official or public servant who knows or has known about a judicial or administrative case.

VALUES⁶:

AGILITY, FLEXIBILITY AND INNOVATION: We act quickly, and we are flexible and innovative to exceed the needs of our Clients and manufacturers, providing them with the best experience in a proactive way. We consider different points of view and change our behavior to continuously improve by adapting quickly and efficiently to diverse situations.

ETHICS: We act in accordance with professional practices and organizational policies at all times. We do the right thing even when no one is watching.

11. GLOSSARY

PASSION: We work and enjoy what we do and achieve together. We are proud and committed to the growth and technological development of Latin America and the Caribbean. Our work inspires us deeply and that drives us to keep growing.

CUSTOMER OBSESSION: Our daily work revolves around our Clients. We are passionate about helping them grow and continuously improve their experience through the added value we offer. We give our best so that our clients can be the best choice for their own clients. Our success depends on our clients' success.

RESPONSIBILITY FOR AMBITIOUS RESULTS: We are focused on reaching even greater heights, and always achieving the greatest success. We leave it all on the field, every day. We work to our maximum potential, being proactive to achieve our goals. We deliver what we promise, overcome obstacles, and learn from experiences.

SENSE OF COMMUNITY: At **INTCOMEX** we are one big family. We share a common goal for which we work together as a team. We create purposeful connections with each other and with our manufacturers and Clients, caring for each other and always acting with respect.

VISION: To be the best technology distribution platform, reaching every corner of Latin America and the Caribbean. We contribute to the growth of our manufacturers and the success of our Clients, providing them with omni-channel access to the maximum variety of products and services in their category, achieving an exceptional and sustainable experience.

