



# Code of Ethics and Conduct

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# Introduction



SONDA's Code of Ethical Conduct (the "Code") is based on principles and values that have guided the company since its beginning, and adhere to strict standards and the law. All directors, executives and employees of SONDA and its subsidiaries must comply with it when fulfilling their duties.

The company's reputation, together with its customers and staff, is one of SONDA's main assets. Therefore, compliance with this Code is essential to maintaining a strong corporate image.



## II. Scope

a) The Code applies without distinction to all the directors, executives and employees at SONDA S.A., its subsidiaries and its advisors, hereinafter all jointly referred to as SONDA.

b) SONDA's suppliers of goods and services should be aware of the Code and comply with it in relation to all interaction with, or on behalf of, SONDA.

### III. Corporate values and principles, and expected behavior



#### a) Our purpose:

To improve people's quality of life, innovating and adding value through technological solutions that develop and transform our customer's businesses.

**Company of people:** We want to manage talented people in a motivating, challenging and affectionate working environment that helps people to achieve their maximum potential and delivers personal fulfillment for all employees.

**Positive attitude:** The company is committed to making progress by strengthening our skills and treating improvement opportunities as challenges.



#### b) Corporate values:

A set of principles and values has been vital to SONDA, and employees are invited to dedicate themselves to complying with them. The important values are:

**Service vocation:** We are driven by a profound dedication to serve with passion and attend our customers as best we can, by keeping them at the center of our attention.

**Moderation:** We want to be known for our simple and moderate style, and for carefully using resources.

**Agility:** We want to be known for always preferring simple and effective solutions that are sometimes disruptive, and for being Continually committed to change and action.



Our  
purpose is  
to improve  
people's  
quality  
of life.





### c) Transmitting values:

The company firmly believes that the best way to transmit its values, principles, good practices and behavior guidelines is through inspiration, starting with the example set by its directors, supervisors and managers.



### d) Responsibility:

SONDA employees must behave responsibly and always do the right thing in the right manner, using this Code as a frame of reference.



### e) Adherence to ethics and legality:

SONDA achieves its business objectives by providing good quality products and services, through working honestly and diligently, and consequently rejects improper or illegal behavior.



### f) Fundamental principles:

- SONDA observes high ethical standards in all its business relationships. It respects people, their lives and freedom, while encouraging responsibility and adhering to healthy and

harmonious practices that enable its employees to achieve their professional objectives.

- SONDA ensures that its business develops in a solid manner, worthy of respect and trust from all its stakeholders, based on adherence to these standards and compliance with the law.
- SONDA is committed to always behaving correctly and transparently with its employees, customers, investors, banks, suppliers of goods and services, to treating its competitors with respect, and to meeting its social responsibilities.

- SONDA does not accept any prejudice related to ethnic origin, place of birth, religion, political choice, gender or disability. It encourages professional growth free from all forms of discrimination.
- It does not accept any sexual or workplace harassment between colleagues, even without hierarchical connections.
- SONDA is always committed to social responsibility and respect for the environment.



## IV. Specific behavioral guidelines



### a) Conflicts of interest

Directors , executives and employees must always perform their duties in accordance with the company's interests and must not place their own interests above those of the company. A conflict of interest occurs from the moment that a decision or action is taken that is incompatible with the interests of SONDA, its subsidiaries and/or its customers. The definition, treatment and resolution of conflicts of interest is addressed in Section V of this Code.



### b) Competitors and free competition

- SONDA prefers and respects free competition. Therefore, oral or written agreements with competitors, customers or suppliers that restrict free trade are prohibited.
- The company's competitive position is based on ethical business management. Relationships with competitors and their employees must be conducted with respect and comply with the law.
- No statements should be made that could affect the image

of competitors or that contribute to spreading rumors about them. Competitors will be treated with the same respect that the Company expects to receive.

- Strategic, confidential or any other information that could be detrimental to the business of the company or third parties must never be disclosed.



#### c) Customers

- Customers are crucial to SONDA's success.
- The company is constantly committed to meeting the requirements of its customers, providing good quality services, and being dedicated to its service vocation, while honestly and conscientiously fulfilling its

contracts.

- All customer relationships must be conducted in an honest, transparent and fair manner.
- SONDA provides good quality products and services, and tries to understand and anticipate its customer's requirements, in order to exceed their expectations whenever possible.
- All SONDA employees should serve customers with respect, courtesy, promptness and efficiency, not tolerating discrimination of any kind.
- Preferential treatment will not be given to a customer based on personal criteria. Impartiality will prevail in all decisions that affect SONDA's relationships with its customers. These decisions will be free of any favoritism or prejudice

and strictly comply with the law.



#### d) Employees

- SONDA values the role of its employees in ensuring that the company operates smoothly. It is particularly committed to securing their dignity, health, safety, professional and personal development, while respecting their rights, within a good working environment.
- SONDA's relationship with its employees is based on compliance with the law, employment contracts, collective agreements and internal regulations.

“ SONDA values the role of its employees. It is particularly committed to securing their dignity, health, safety, and professional and personal development. ”



- Workplace relationships must be guided by a positive, friendly and transparent attitude, in an environment of mutual respect, where people can perform well, and enjoy a spirit of teamwork, professionalism, loyalty and trust.
- Appropriate criteria for employee recruitment and promotion are training, professional experience and ability to integrate into SONDA.
- The performance of employees and managers will be evaluated on the quality, efficiency and effectiveness of their work and their attitude to it.
- All executives and employees must dedicate their working hours to SONDA's interests. They must avoid anything that conflicts with their objectives, or that could jeopardize the parties involved.
- All directors, executives, employees and advisors who hold or have access to confidential information must keep it strictly confidential, even after terminating their relationship with SONDA.
- Executives and employees must notify their supervisors of any irregularity that comes to their attention, and any data or event that may cause damage to third parties or to SONDA.
- Executives and employees must secure and properly maintain the materials and equipment entrusted to them, and take a proactive approach to waste disposal and cost reduction.



## Prohibited conduct:



Using their company position to obtain benefits, or any kind of favoritism for themselves or third parties.



Publishing any kind of political or religious propaganda within SONDA, while taking advantage of their status as an employee.



Promoting other businesses within SONDA, while taking advantage of their status as an employee, unless previously and formally authorized by the corresponding party.



Providing any kind of financial assistance or support that involves loans provided by the company.



Abusive conduct that intimidates or humiliates, harassment or attitudes that undermine the dignity or the physical or psychological integrity of other people.



Using the company's electronic tools such email or its internet access to register or send mail or files not related to their job, in particular anything containing frivolous or immoral material.



Violating communications or correspondence from third parties.

## Executives and employees must also:



Prevent the propagation of false, harmful or unsubstantiated information that could compromise the company's image and/or business.



Always be sincere and inform employees about the company's strategies and projects that are not confidential.



Lead, assist and guide employees to improve their performance and support their justifiable complaints.



Enforce SONDA's rules and regulations.



Recognize the commitment, dedication and skills of employees, and monitor and evaluate their performance.



Promote harmonious working relationships, by applying and reinforcing transparent and reliable practices. Promote self-esteem and respect for SONDA, develop initiatives and creativity, and encourage employee motivation.

- SONDA will maintain an open and frank dialogue with unions and employee's organizations, seek harmony in labor relations, and secure efficient, productive and competitive conditions.



#### e) Shareholders, potential investors and analysts

The Company treats all its shareholders equally. Transparency is an objective in its investor relationship, although always subject to regulations and business confidentiality. The Company aims to manage its shareholder's investment as carefully as possible.

SONDA shares must appropriately represent the value of the company's business.

SONDA achieves this objective by consistently generating solid financial results and building relationships with its shareholders and the capital market through accurately, transparently, promptly and fairly communicating information as required to monitor the company and its businesses. These communications are prepared by authorized employees.

Every effort is made to secure an appropriate return for shareholders and investors, either through dividends or by increasing the value of SONDA's shares, in order for these shares to remain an attractive investment, and thus provide the company with financing options for its long-term

expansion programs.

No employee may use privileged information to sell or buy company shares, either directly or through third parties, otherwise the corresponding legal sanctions will apply.



#### f) Gifts and invitations

Directors, executives and employees must refrain from giving or receiving gifts or invitations that may be perceived as incentives that could result in an inappropriate or compromising situation, as giving or receiving non-corporate gifts or entertainment that exceed a reasonable amount

May result in a real or apparent conflict of interest. Requesting gifts, gratuities or any kind of benefits or advantages from suppliers is prohibited, and any commissions, gifts or any other privilege offered when purchasing goods and services must be refused, as these may create conflicts of interest, compromise the relationship with the supplier or damage the company's image. The only exemptions are merchandising items, invitations to business partner events or courtesies of symbolic value.



#### g) Suppliers of goods and services

SONDA employees must maintain strictly independent relationships with its suppliers, in accordance with the company's interests. This means choosing suppliers on the basis of entirely professional criteria. Selection procedures should be objective and transparent. If there are reasonable doubts regarding the integrity of certain companies or individuals, negotiations with them should be avoided.

Relationships with suppliers should be honest, transparent and fair, while always protecting the company's interests.

Supplier selection should be based on clearly defined and predetermined technical factors, in order to obtain the best proposals that add value in terms of quality, capacity, delivery time, execution and price. Tender procedures shall be used, where possible.

A commercial relationship with suppliers will not be maintained if this relationship may symbolize some type of conflict of interest and the company was not informed. When in doubt, you should report the situation to your superior immediately.

All company purchases will be channeled through formal means.



#### h) Community relations and social responsibility.

SONDA contributes to improving the quality of life of people in local communities. The company has cooperative relationships with the authorities in this regard. It is not aligned with any particular political party and respects religious freedom.

The company's principle is to always fulfill its social responsibility commitments to its local communities. Employees and managers must respect the interests of these communities and their country.

All employees and contractors must behave in a socially responsible manner, in accordance with high ethical standards, while protecting the company's image and reputation, during joint activities with the local community.



#### i) The environment

The company recognizes its obligation to protect the local environment.

Even when its business does not have a significant impact on the environment, the company prefers technologies that reduce energy use and minimize the emission of pollutants.

The company is committed to improving the quality of life of its employees, business partners and the local community.

All the company's businesses comply with environmental legislation, and improve their operational processes and business activities within the concept of sustainable development.



The company recognizes its obligation to protect its local environment.

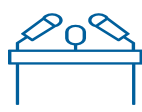




#### j) Governing and regulatory bodies

The company will behave with utmost integrity in its relationship with government representatives.

They will always be treated professionally and independently, moreover important information and records will be made available whenever required by law.



#### k) Press relations and dissemination

The company will respond in a transparent manner to queries from the public. It will make available all the information required to clarify and disclose its business activities, especially when queries are made by the press, the financial community and the authorities. It will always primarily safeguard its commercial interests, protect the company's property and uphold the confidentiality required to secure the company's interests, in compliance with the Securities Act, and other laws.

All information disclosed to the press will be accurate and transparent, in accordance with high ethical standards, the law, and specific regulations issued

by the Superintendence of Securities and Insurance.

This information will be exclusively prepared by specifically authorized managers and employees, in order to sustain the media's confidence in the company and its positive image from a public perspective.



#### l) Criminal responsibility

Chilean Law 20,393 establishes that legal entities are criminally liable for the crimes of money laundering, financing terrorism, receiving stolen property, bribery between private individuals,

unfair administration, incompatible negotiation, misappropriation, bribery of national and foreign public officials, and neglect isolation or other preventive measures issued by the health authority

Therefore, company directors, employees and connected third parties, such as suppliers, contractors, advisors, agents, customers and other third parties, are expressly forbidden to do anything that may constitute a crime, or that may result in the company being criminally prosecuted.



#### m) Accounting records

Transparency is essential for the company and its businesses to be appropriately evaluated by the market. Accounting must be accurate, complete and truthful, and be correctly disclosed in the financial statements with appropriate supporting documentation.

The accounts must comply with IFRS, the law, regulatory entities' rules and tax records, in order to generate reports and to create a consistent and uniform basis for disclosing and evaluating the company's business. There will be no parallel records or funds not reflected in the accounts.



#### n) Asset use and preservation

Employees and managers must preserve the company's assets, its facilities, equipment, machinery, furniture, vehicles, and other assets.

They must also respect and protect the company's intellectual property regarding products, processes, trademarks, patents, technology, business and marketing strategies, data, information, research and related rights, at all stages of development, registration and/or use, in accordance with legislation, to protect the company's interests.

Equipment and other assets cannot be used for private purposes.

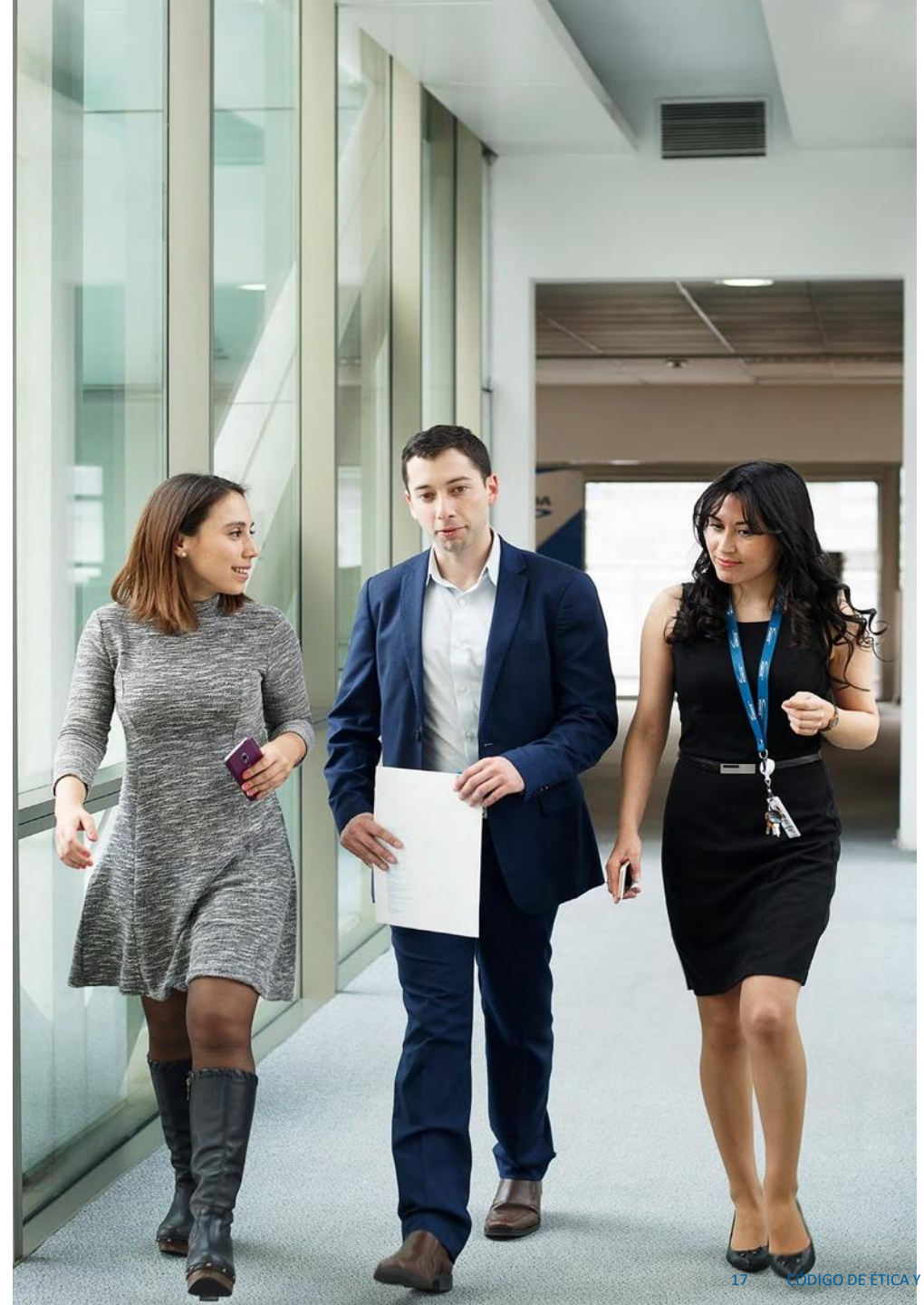
Internet access and telephone, e-mail, hardware and software use must be limited to work related duties and comply with all other company policies, standards and guidelines.



## V. Conflicts of interest

Directors and employees must always perform their duties in accordance with the company's interests and must not place their own interests above those of the company. A conflict of interest occurs from the moment that a decision or action is taken that is incompatible with the interests of SONDA, its subsidiaries and/or its customers.

Therefore, this section establishes the definition, treatment and resolution of conflicts of interest that may arise from the company's decisions.



## a) Definitions



**The company's interests:** The best performance of SONDA's business, to the benefit of SONDA, its shareholders and employees, while always complying with the law, its statutes and other internal regulations, especially its corporate values and principles, and the expected conduct described in section III of this Code.



**Conflict of interest:** A conflict of interest arises when a person's private interest - such as an external professional relationship, personal financial assets, or other interests - interferes, or may be understood to interfere, with the performance of their duties as a SONDA director or employee, and potentially to the detriment of the company's interests. It is the responsibility of each SONDA Director, Executive and Collaborator to use their own judgment or criteria and notify any situation of possible conflict of interest.

Conflicts can fall into two categories:



### Real Conflicts

*Situations where the particular interest interferes with the Company's interests in a tangible manner.*



### Apparent Conflicts

*Situations which can be understood or interpreted as a conflict of interest, given the particular circumstances of the case.*

An apparent conflict of interest raises an ethical concern that is as significant as a real conflict of interest. Therefore, this section applies to both categories of conflicts.

- ✓ When faced with an ethical challenge, consider whether it is ethical and consistent with SONDA guidelines, whether it is legal, or whether it reflects well your image and that of the Company.



## b) Scope

Guidelines to detect conflicts not described in Chapter XVI of Law 18,046 are described below. Each director or executive must define them in order to avoid apparent and real conflicts, and they should support recognizing, declaring and mitigating potential conflicts of interest.

SONDA has an operating procedure to identify potential conflicts of interest with respect to legal compliance, specifically in relation to Chapter XVI “Related Party Transactions in Publicly Traded Corporations and their Subsidiaries” of Law 18,046 on Corporations.

This procedure is based on information provided by the directors regarding their financial and personal interests, and uses a computer tool developed by the company for that precise purpose. Directors must update their declarations of interest every year and/or whenever necessary. The CEO is responsible for collecting these declarations. This regulation regarding conflicts does not apply to situations defined as “Related Party Transactions” as described in Article 146 of Law 18,046, as they are subject to a legal procedure.



## c) Obligations

Always avoid situations where individuals or third parties benefit from corporate decisions to the detriment of the company’s interests, both from a formal and a substantive perspective. Ensure that an appropriate solution to the conflict can be found and obtain sufficient explanations for it, including for apparent conflicts.



SONDA has an operational procedure to identify potential conflicts of interest.



This ensures that the company's interests are observed at all times, not only by resolving real conflicts, but also by avoiding them as any potential conflicts are detected before they occur.

However, the company does not believe that all conflicts necessarily imply an ethical transgression or erroneous behavior. These regulations with their corresponding procedures and guidelines ultimately aim to arrive at an appropriate solution to such conflicts.

Concluding a transaction where a director or executive may have an interest that benefits his or herself or third parties is not considered by

the company to be a breach in the Code, provided that the company's interests have been fully preserved and the corresponding procedures have been followed.

Whether a conflict is, or could be, detrimental to the company's interests is an issue that must be defined by the Board of Directors as a whole. But it is the duty of the director, executive or employee involved to identify conflicts and to report them, in accordance with the corresponding procedures.



## VI. Diversity and non-discrimination policy

### a) Purpose and scope

The corporate values and fundamental principles established in this Code, specifically in Section III. Corporate Values and Principles and Expected Conduct, letters b) and f), are described as follows:



#### Corporate Values

A set of principles and values has been vital to SONDA, and employees are invited to dedicate themselves to complying with them. The important values are:



**Company of people:** We wanted a team built on humane and comprehensive relationships rather than on mere workplace commitments.



#### Fundamental Principles

- SONDA does not accept any prejudice related to ethnic origin, place of birth, religion, political choice, gender or disability. It encourages professional growth free from all forms of discrimination.
- It does not accept any sexual or workplace harassment between colleagues, even without hierarchical connections.

SONDA understands that all humane and comprehensive relationships imply respect for diversity and prohibit all kinds of discrimination, and these comprise some of its fundamental principles.

## VII. Monitoring compliance with the code

The duty of all Code recipients is to support and encourage the values and conduct it requires. Therefore, the following structures are responsible for certain activities:



### a) Ethics committee

The purpose of the Ethics Committee is to ensure compliance with the Code, to keep it up to date, and to resolve any related queries or conflicts. Unethical conduct should be reported through the established complaints procedure.

SONDA's Ethics Committee is comprised of the Chairman of the Board, an Independent Director, the Chief Executive Officer, the Chief Human Resources Officer, and the Internal Control Manager.

Its functions are to:

- Widely publish and promote the Code, not only among employees and managers but also to other recipients, such as suppliers and customers.
- Clarify queries regarding its application.
- Receive, record and evaluate information concerning any breaches of the Code that are brought to its attention.

- Apply the appropriate disciplinary measures, and
- Propose Code updates to the Board.



### b) Resolving doubts about this code

If an employee has doubts about how to behave in a specific situation that falls within the scope of this Code, he or she should ask his or her direct supervisor or department manager who should clarify those doubts, or escalate the issue to a higher authority.

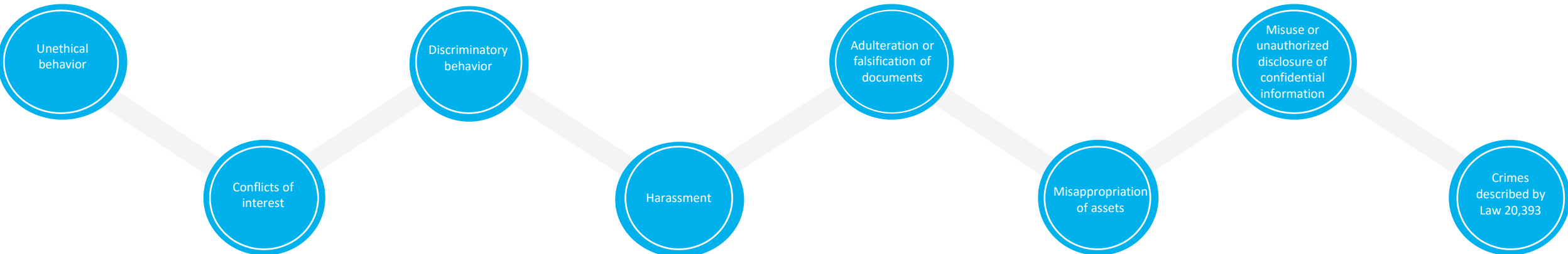
“The duty of all Code recipients is to support and encourage the values and conduct it requires.”

# VIII. Complaints procedure

The company has a Complaints Platform available at [www.sonda.com](http://www.sonda.com). Any person who becomes aware of conduct that breaches or suspects this Code should report it using this procedure.

Any irregular or unlawful conduct should be reported as breaches of the Code or the law:

SONDA' s complaints platform guarantees absolute confidentiality for any information provided and for the complainant's identity.



regarding the criminal liability of legal entities for money laundering, financing of terrorism, bribing national or foreign public officials, receiving stolen goods, bribery between private individuals, unfair administration, incompatible negotiation, misappropriation and neglect isolation or other preventive measures issued by the health authority

## IX. Disciplinary measures

The Ethics Committee will select which disciplinary measures to apply, according to the severity of the breach in the Code, using as a reference:





# SONDA

## #SOMOSSONDA

[www.sonda.com](http://www.sonda.com)

VERSION	DESCRIPTION OF THE MODIFICATION	ELABORATED		APPROVED	
		RESPONSABLE	DATE	RESPONSABLE	DATE
2.1	Code update	Karen Liftman Valeria Salazar	Ago – 2020	Mónica Varela	Aug – 2021
2.0	Code update	Karen Liftman Valeria Salazar	Jul - 2020	Mónica Varela	Aug – 2020
1.0	First version	Gustavo Larraín	Aug – 2020	Rafael Osorio	Aug -2013