

## 1. Purpose

Establish guidelines to handle and report conflicts of interest, reinforcing the trust and integrity environment within Grupo Bimbo, S.A.B. de C.V., its subsidiaries and affiliates (“Grupo Bimbo” or the “Company”).

## 2. Scope

This Policy applies to all associates who work for Grupo Bimbo, regardless of their position or level, including VPs, Managers, and any temporary or permanent associates (hereinafter referred to as “associate” or “associates”).

## 3. Definitions

**Conflict of interest:** There is a direct conflict of interest when the Associate's interests are or may be inconsistent, interfere, compete with or be influenced against, either directly or indirectly, with the company's interests due to any situation (e.g. financial interests, any involvement in any company, blood kinship, political or otherwise different type of relationship such as engagement, godparenthood, etc.)

**Indirect interest:** when a goods or services supplier is a relative, at any level or of any type, or has a personal relationship either legally or otherwise (e.g. boyfriend/girlfriend, fiancés, spouses, godparents, etc.) with a Grupo Bimbo associate who makes any decision regarding, or has any influence over, the commercial relation.

## 4. Responsibilities

**Associates:** Report on a yearly basis and, whenever there is or may be, a conflict of interest; through the applicable IT system. In case the associate does not have access to the IT system, they must report the conflict to their direct superior in writing.

**Audit Committee:** Authorize, reject and/or propose relevant measures to the Steering Committee pertaining to potential conflicts involving the CEO and/or those received from the Personnel Department.

**Personnel Department:** Monitor compliance with this policy and, in strict adherence to the applicable regulation, issue recommendations to solve any conflicts that may be consulted, as well as to report to the Audit Committee any situation that must be of its knowledge and provide support in those cases where a conflict situation might require a sanction to be imposed on the corresponding associates(s),

**Safety and Protection Department:** Conduct the required investigations associated with violations to this Policy that involve, or may involve, the commission of a crime, as well as to inform the corresponding authorities in the cases that warrant it.

**Grupo Bimbo Officers and Directors:** Ensure that their associates know, foster and apply this Policy; oversee its compliance; and authorize, reject and/or start the relevant and prompt measures to prevent all the conflicts from affecting the company's interests.

## 5. General guidelines

### **Additional work**

Associates may perform additional (paid or not) work in addition to those performed at Grupo Bimbo, as long as such additional work:

- Does not interfere with the company's or the associates' main activities or cause a conflict of interest.
- Is reported and authorized expressly by the direct supervisor.

- Must never represent competition or transfer of technology, brands or otherwise different know-hows developed at, by or for the company in favor of a third party.
- Is not be dangerous to the associates' mental or physical health or result in a negative impact upon the work such associate performs for the company or its reputation.
- Does not violate laws or Grupo Bimbo's policies, including the company's Confidentiality Policy.
- Is not performed during the associate's working hours with the company.

**Family, interpersonal relationships and relationships with retired or former associates**

Whenever there is a family or interpersonal relationship, legal in nature or not (boyfriend/girlfriend, fiancé, spouse, godparents, etc.) among and between people that work at or for Grupo Bimbo, its customers and/or suppliers, the associate(s) in question must comply the following guidelines:

- The associate or associates must disclose the situation in the applicable IT system (or in writing to their direct supervisor if such IT system is inaccessible).
- Relatives of senior associates may not work at the same plant or operating department, or at the Organization led by their relative.
- Associates declaring family or interpersonal relationship may not work at the same area or department, unless the approver determines that there is no conflict, subject to prior approval of the functional VP or Organization President (according to the authorization table established in this Policy).
- Any commercial relationship of any nature with any of the company's retired or former associates must be expressly and promptly reported to the Personnel Department by the company department that is establishing such relationship.

**Interests in other companies**

- All associates must declare any and all direct or indirect property or involvement such associates may have in any type of company different from Grupo Bimbo and that it is included on the section "3. Definitions" in the applicable IT systems.
- Our associates may not be owners, partners or be directly or indirectly involved in any company that is a customer, supplier or competitor, except for the minority-held businesses, in which case this should also be stated.
- Our associates may not start commercial relations, on behalf of Grupo Bimbo, with companies where they have any direct or indirect interest.
- In cases where the relative of a Grupo Bimbo's senior, executive or administrative officer has any concession (i.e. cold bread shop), they must disclose the situation through the indicated IT systems. The associate may not directly or indirectly influence a grant of special treatment to any third party.

**Company's resources**

All associates, regardless of their level, are precluded from using the equipment, materials, or resources owned by the company for any type of activity that is not related to the activity carried out within Grupo Bimbo, or use such resources in a way that violates the law or may damage the company's reputation.

**Authorization**

State	Approver
Chief Executive Officer and Steering Committee	Audit Committee (*)
Vice President	Immediate Manager (VP level)
Director and Manager	Vice President, in the hierarchy
Supervisor, Administrative and Operational	Director or Manager, in the hierarchy

(\*) This process will be executed by the CAE (Chief Audit Executive).

## 6. Responsibility / Ownership

The Global Legal Department is the assigned owner of this policy and is primarily responsible for its contents, updating, monitoring of its compliance and submission for approval before the Steering Committee and CEO.

## 7. Updates

The changes implemented in between versions are described below:

Revision / History of the revision				
Version	Revision Date	Updated by:	Approved By:	Main Changes
1				
2	March 2020	Ignacio Stepancic	Gabriela López Juárez	<ul style="list-style-type: none"><li>• Policy scope was defined, identifying specifically whom to apply it.</li><li>• The authorization table was added.</li></ul>