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| Prepared by: | Reviewed by: | Authorized by: |
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1. Purpose

This policy is designed to help Grupo Aeroméxico reduce the risks of corruption in its dealings with third parties by adhering to practices that align with the National Anti-Corruption System and relevant foreign and local regulations on anti-corruption and anti-bribery in the countries where Grupo Aeroméxico operates.

In this context, this Policy also intends to inform about the relevant aspects of the laws and conventions established against Corruption in business activities, the risks that certain misconduct may represent for the group, as well as on the personal level of each employee. The Policy will also allow us to recognize our obligations to face this type of risk, in order to establish actions against acts of Corruption, as well as the guidelines that allow the personnel of Grupo Aeroméxico to identify such acts and the means to confront and combat them.

2. Scope

This Policy is of general application and mandatory observance to employees, collaborators, executives, directors of Grupo Aeroméxico, as well as to those third parties acting on behalf of Grupo Aeroméxico, regardless of the place of residence or seat of their business.

3. Validity

As of February 1, 2024, and it supersedes the Anti-Corruption Policy issued on July 1, 2021.

4. References


National:

- General Law of the National Anti-Corruption System
- General Law on Administrative Responsibilities
- Federal Criminal Code
- Federal Law of Contentious Administrative Procedure
- Federal Labor Law and other applicable provisions
- Federal Law to Prevent and Identify Transactions with Illegal Resources
- Federal Forfeiture Law
- National Anti-Corruption Policy

Foreign:

- Foreign Corrupt Practices Act (FCPA)
- UK Bribery Act
- Sarbanes-Oxley Law
- United Nations Convention Against Corruption (UNCAC)
- Principles of the United Nations Global Compact
- United Nations Handbook on Practical Anti-Corruption Measures for Prosecutors and Investigators
- Ethics and Compliance Anti-Corruption Program for Companies: Practical Guide of the United Nations Office on Drugs and Crime (UNODC)
- Reference Guide to Anti-Money Laundering and Combating the Financing of Terrorism. 2006 The International Bank for Reconstruction and Development, The World Bank.
- Good Practice Guidelines on Conducting Third-Party Due Diligence. World Economic Forum, 2013.
- Anti-Bribery Due Diligence for Transactions. Transparency International. UK 2012.
- ICC Anti-Corruption Third Party Due Diligence: A Guide for Small and Medium size Enterprises. International Chamber of Commerce. Prepared by the ICC Commission on Corporate Responsibility and Anti-Corruption, 2015.
- Inter-American Convention against Corruption of the Organization of American States

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5. Definitions

Undue Benefit: any type of goods, which may be any Valuable Object (as defined below), which reception or delivery is illegal, forbidden, or inappropriate, or which may imply a conflict of interest.

Collusion: to perform actions that imply, or which purpose or effect is to obtain an undue benefit or advantage in federal, local, or municipal public contracting, with one or more individuals, in Mexico or abroad, directly or through third parties, on public contract matters.

Likewise, it is considered as collusion when contracts, agreements, arrangements, or combinations among competitors are agreed or executed, with the purpose or effect of obtaining an undue benefit, or to cause damage to Mexico's public finance, or to the assets of public entities. Collusion between competitors may result in absolute monopolistic practices with serious consequences; therefore, what the Economic Competition policy and other applicable regulations establish must be taken into consideration.

Corruption: an act or omission through which the employees of Grupo Aeroméxico, or a Third Party, breach or perform inappropriately their obligations, commissions entrusted, imposed thereto by the law, or requested from others, non-compliance, or inappropriate exercise of their duties, in order to obtain an illegitimate benefit for themselves or for someone they are interested in. The Ministry of Government Affairs (*Secretaría de la Función Pública*, SFP), as well as Transparency International, define as corruption **the abuse of power for the individual's own benefit.**

Corruption in business may happen when a third party receives, requests, or accepts a valuable thing or a benefit as undue consideration.


On the other hand, the corruption of Public Officers or Servants implies giving, offering, or promising a valuable thing or benefit, to an authority or public officer, domestic or foreign, their relatives or persons with whom they have a close personal link, for their own benefit, or for the benefit of a third party.

Undue Hiring of Former Public Servants: Hiring someone who has been a public servant, who has been legally disqualified, or through a resolution from a competent authority, to hold a job, position, or commission, or who has privileged information directly acquired due to their job, position, or commission in the public service, and that directly allows the individual to benefit in the market, or to be in an advantageous position before their competitors.

Any Valuable Object: refers to any type of benefit, including without limitation:

- Cash and contributions in kind, or products that are cash equivalent (e.g., gift cards).
- Food and drinks.
- Trips (e.g., plane tickets, accommodations, and other travel expenses).
- Discounts and upgrades in plane tickets.
- Political contributions.
- Any grant of a contract, product or service.
- Any direct or indirect good that may mean something valuable.
- Personal favors.
- Entertainment (e.g., artistic or sports events).
- Gift, prizes and presents.
- Jobs, job offers and promises of a future job.
- Loans, reimbursements, and debt waiving.
- Donations.
- Shares of a company related to the company.
- Payment of debts or services.
- Scholarships.

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Directly or indirectly: means illegal payments made immediately, or through any other means, through a third party, such as agents, ground support staff, sales agents, customs brokers, representatives, attorneys-in-fact, or lawyers, among others.

Public Officer or Servant: means any state, government, or administrative employee or worker, either in Mexico or abroad, of an agency or entity, an autonomous government body or agency of a public, national, or international organization, or any individual that acts in an official capacity for, or on account of, a government, department, agency, or public organization, including without limitation:

- Employees or workers from state-owned companies or state productive companies.
- Employees or workers from international public organizations.
- Representatives of a political party.
- Candidates for public office.
- Individuals acting officially for public officers, or officers or employees from state-owned companies, or state productive companies.
- Members of royal families.

Grupo Aeroméxico (GAM): the consortium made up by Grupo Aeroméxico, S.A.P.I. de C.V. and its subsidiary and affiliate Companies.


Obstruction of Investigation Powers: the acts through which an individual, who having information related to an investigation, provides false information, deliberately and without justification delays the delivery thereof, or does not respond to the requirements or resolutions from investigating, processing, or resolatory authorities, provided that coercive actions have been previously imposed thereon, according to applicable provisions.

Facilitation or Procedure Payments: refers to settling or disbursing out-of-pocket amounts to Public Servants with the purpose of ensuring, streamlining, or facilitating in any other way the result of routine government procedures, which are not discretionary, and which include, among others, the following:

- Issuing permits, licenses, or other necessary documents to do business in a country.
- Obtaining police protection.
- Scheduling inspections related to performance of agreements.
- Loading and unloading of goods, or protection of perishable goods and merchandise susceptible to deterioration.
- The procedure for obtaining government documents (e.g., visas, work permits).
- Courier and mail services.
- Utilities and other services (e.g., telephone, electric power, water supply).
- Streamlining legal procedures at customs.

Illegal Participation in Administrative Procedures: refers to an individual that performs acts, whether federal, state, or municipal, or omits participating therein, regardless of whether he/she has been disqualified therefor by legal or regulatory provisions, or through a resolution from a competent authority. Illegal Participation will also be considered when someone participates in administrative procedures on their own behalf, but in the interest of another person or persons disqualified to participate in such administrative procedures, in order for the latter to obtain the benefits of the administrative procedures.

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Third Parties: National or international individuals or legal entities that act in the name and on behalf of Grupo Aeroméxico, or that provide services or products for or on behalf of Grupo Aeroméxico, including without limitation:

- Representatives
- Attorneys-in-fact
- Agents
- Consultants
- Service Providers / Suppliers
- Joint Ventures or Strategic Partnerships
- Trade Partners
- Distributors
- Brokers

Bribery: means to offer, request, demand, accept, deliver, receive, promise, or authorize an economic benefit, or of any other type, whether current or future, or expected, which is not regulated by a standard, with the purpose of:

- a. Performing or refraining from performing an act or series of acts related to their duties, or those of another Public Servant;
- b. Obtaining a business or position, keeping it, or obtaining a benefit or advantage therein, regardless of the acceptance or reception of the result obtained;
- c. Motivating or rewarding an inappropriate performance in the allocated activity or function;
- d. Inducing, modifying, or inhibiting decision-making related to a business, partnership or alliance;
- e. Modifying the sense of the resolution or opinion in any matter;
- f. Exercising the position or duties conferred in any other way than the one legitimately expected;
- g. Evading, hiding, or manipulating information in order to obtain or grant an undue advantage or benefit, and
- h. Evading, ignoring, or distorting a formal or implicit regulation.

Influence Peddling: promoting or managing, by oneself or through a third party, through the use of authority, control, economic or political power, real or fictitious, over any Public Officer or Servant, the illegal processing or resolution of business foreign to the responsibilities inherent to their job, position or commission, with the purpose of obtaining for oneself, or for a third party, a benefit or advantage, or to harm a person or the Public Servant, regardless of the acceptance by a Public Servant, or of the result obtained.


UMA: Measurement and Updating Unit, it is the economic reference in pesos to determine the amount for payment of obligations and assumptions provided in federal and state laws, and in the legal provisions that result from all of the above.

Undue Use of Public Resources: performing acts to appropriate, make undue use, or deviate the purpose for which public resources are intended, either material, human or financial, when due to any circumstance, the individual manages, receives, administrates, or has access to such resources.

Use of false information: to submit false or altered documentation or information, or to simulate compliance with requirements or rules established in administrative procedures, with the purpose of obtaining an authorization, benefit, or advantage, or to damage any person.

6. Responsible Parties

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The Legal Compliance Directorate, attached to the Legal VP and General Counsel is responsible for keeping this Policy updated, and promoting compliance therewith among employees, collaborators, executives, and directors, both of Grupo Aeroméxico and of Third Parties.

7. Documents

- GAM Code of Conduct
- Conflict of Interest Policy A_PO_GALE_07
- Travel and Entertainment Expenses, Proof and Use of AMEX Cards Policy S_PO_GACP_01
- PRCCE-003 Procedures for Advanced Payments for Travel and Entertainment Expenses
- PRCCE-005 Allocation, Use and Payment of Expenses paid with AMEX Corporate Card
- S_PO_GACT_01 Budget Control
- Policy for Granting tickets to Non-Profit Organizations S_PO_GAFI_01
- Economic Competition Policy A_POGALE_06
- Due Diligence Policy A_POGALE_09

8. Restrictions

Not applicable.

9. Sanctions

Breach of this Policy may result in administrative, legal, or labor sanctions, which shall be determined by the Executive VP of Human Resources and VP Labor Relations.

10. Policy

10.1 General Aspects

Grupo Aeroméxico represents its absolute rejection of corruption and confirms that acting in strict adherence to the Code of Conduct, to this Policy, and other national and foreign standards, by its personnel and Third Parties, is an essential element for achieving the necessary trust in its commercial relations, associations, investments and use of resources, with the aim of contributing to becoming an honest, trustworthy, and competitive business group.


Grupo Aeroméxico and the Third Parties with which it relates are bound to comply with laws applicable to the fight corruption and bribery between private companies and between them and government entities. In accordance with the above, the following principles have been adopted by the senior management:

- (i) Zero tolerance in case of violations to this Policy, the Code of Conduct, and other applicable laws;
- (ii) Corruption and bribery are high-risk factors for the company;
- (iii) Senior executives are actively involved in the fight against corruption and bribery;
- (iv) This Policy shall be applied effectively and consistently. The coordination and exchange of information will be encouraged, within the legal framework, to such effect.
- (v) Allocation of clear responsibilities and accountability are essential.

10.2 GAM Commitment

In accordance with the fourth commitment of our Code of Conduct, all of us who work in or for companies of the Group, at a national or international level, regardless of the hierarchic level, share the obligation to comply with all applicable regulations that prevent Corruption and Bribery, and the responsibility to avoid incurring in situations which may result in the violation of applicable provisions, without prejudice to the severe impact on Aeroméxico's reputation.

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The foregoing includes knowledge and observance of relevant laws to prevent bribery, as well as any act of corruption with Public Officers or Servants and individuals, for which there is zero tolerance.

10.3 International Laws and Treaties on Anti-Corruption Matters

10.3.1 General Law of Administrative Responsibilities (*Ley General de Responsabilidades Administrativas*, LGRA)

The LGRA was published in Mexico in 2016 as part of the laws that comprise the National Anti-Corruption System (SNA), which entered into force on July 19, 2017.

Such Law establishes obligations and sanctions in case of responsibilities of Public Officers or Servants, as well as individuals and institutions that participate in acts that result in Collusion, Undue Hiring of Former Public Servants, Obstruction of Investigation Powers, Illegal Participation, Bribery, Influence Peddling, Undue Use of Public Resources and Use of False Information.

10.3.1.1 Prohibitions

Grupo Aeroméxico may be sanctioned when the acts are performed by Authorized Third Parties, stated above, who act in its name or on its behalf, and who intend to obtain, through such conducts, benefits for Grupo Aeroméxico.

According to the LGRA, Public Officers or Servants, while performing their job, position, or commission, must act righteously, and must not use said position to obtain, or intend to obtain, any personal benefit or advantage, or to the benefit of third parties, or to seek or accept compensations, benefits, or gifts from any person or organization.

Unlike the FCPA (as defined below), facilitation payments are not expressly covered by the LGRA; however, any gift or handout is prohibited by such national law.

10.3.1.2 Consequences of breaching the provisions of the LGRA

Administrative sanctions:

- Fine proportional to the benefits obtained or the equivalent of thousands of UMAs for individuals and legal entities according to the law.
- Temporary disqualification for a period of certain months and even several years of both individuals and legal entities.
- Compensation for damages.
- Suspension of activities.
- Dissolution of the relevant company.


Enforcement measures:

- A fine according to the UMA, which may two-fold or three-fold on each occasion, up to the cap determined by law, in case of reluctance to comply with the relevant order.
- Arrest for up to 36 hours.
- Request the assistance of the public forces of any order of government.

Precautionary measures:

- Submission of related documents.
- Warning of a fine to responsible persons and witnesses in accordance with the UMA to appear at the introduction of evidence.
- Prejudgment attachment of assets; seizure or cautionary intervention of negotiations.

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- Those necessary to avoid irreparable damage to the assets of public entities.

Criminal sanctions:

- Bribery, influence peddling, false information, or Obstruction of Investigation Powers, and undue use of public resources are punished with fines and imprisonment.

The entities responsible for their application are the Ministry of Government Affairs, the Federal Superior Auditor, the Internal Control Bodies, and the Federal Court of Administrative Justice.

10.3.2 Foreign Corrupt Practices Act (FCPA)

The FCPA is a federal law of the United States of America that in certain circumstances may apply to employees, collaborators, executives and directors of both Aeroméxico and its subsidiaries, affiliates and related companies, regardless of whether it is a foreign law.

Said law was enacted in 1977, and since then has been subject to several amendments, and has been severely applied in various cases. The FCPA contains Anti-Bribery as well as Accounting Provisions.

The Anti-Bribery Provisions of the FCPA consider a violation of the FCPA, making a payment, offering or promising to pay, authorizing a payment of money or Any Valuable Object, directly or indirectly, to any Public Officer or Servant outside of the United States of America, for the purpose of influencing them in violation of their legal duty, in order to obtain or retain a business.

On the other hand, the accounting provisions on books and records for companies listed on stock exchanges contain obligations on how accounting books and records are to be kept and maintained. "FCPA-compliant" facilitation payments are permitted in certain scenarios as long as they are not discretionary and may involve an act of corruption.


The provisions of the FCPA are enforced by the Department of Justice and the U.S. Securities and Exchange Commission, also known as SEC. The provisions of the FCPA apply to both individuals and entities in the United States and abroad.

10.3.2.1 Prohibitions

As mentioned above, the FCPA contains Anti-Bribery and Accounting Records provisions. The FCPA provides for the prohibition of paying, offering, or promising Any Valuable Object to a Public Officer or Servant of a country other than the United States of America, with corrupt intent, to influence an official act to obtain or retain a business. For purposes of determining the scope of the FCPA prohibitions, reference is made to the concepts of Any Valuable Object and Public Officer or Servant described in this Policy.

On the other hand, the notion of influence can materialize as interfering with any act or decision of the Public Officer or Servant, inducing him/her to do or omit any legitimate act, or obtaining any undue advantage, or induce such a Public Officer or Servant to influence a government other than that of the United States of America or instrument thereof to affect, condition or impact an act or decision of that government or instrument, in order to help such a person obtain or retain any business for or with someone, or to direct any business to someone.

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10.3.2.2 Consequences of breaching the provisions of the FCPA

In the case of Anti-Bribery Provisions:

Individuals:

A civil fine of up to US\$10 thousand, 5 years in prison, and a US\$100 thousand criminal fine.

Legal Entities:

A civil fine of up to US\$10 thousand, and a US\$2 million criminal fine.

In the case of Accounting Provisions:

Individuals:

Up to 20 years in prison and a criminal fine of US\$5 million.

Legal Entities:

Up to US\$25 million criminal fine.

The above is a good example of the severity of the sanctions, without considering the damage to the reputation of the company involved, the possibility of third-party legal actions against it, and the high expenses in which it must incur to face an investigation of such nature.

10.3.3 2010 UK Bribery Act

Like the FCPA, the Anti-Bribery Act may in certain circumstances apply to employees, collaborators, executives and directors of both Aeroméxico and its subsidiaries, affiliates and related companies, representatives or Authorized Third Parties working for GAM companies, regardless of it being a foreign law.

The UK Anti-Bribery Act penalizes bribery involving both Public Officers or Servants and individuals, i.e., it provides for public and private corruption, so its scope is broader than the FCPA itself and the LGRA.

The UK Anti-Bribery Act is comprehensive in sanctioning both private and public activities, and applies to bribery and corruption activities of any person or Third Party representing a business (such as employees, agents or subsidiaries) outside the United Kingdom, whether by a citizen of the United Kingdom, an ordinary resident of the United Kingdom, an entity incorporated into the United Kingdom or a Scottish association.

Any company conducting business in the UK is also subject to the UK Anti-Bribery Act in the event of acts of bribery and corruption related to conducting its business outside the UK, whether or not such conduct relates to its business aspect in the UK.

The Serious Fraud Office (SFO) is the entity responsible for its enforcement and for bringing charges against legal entities and individuals.

10.3.3.1 Prohibitions

The prohibitions in the UK Anti-Bribery Act prohibit the offering of bribes, the receiving of bribes, the bribes to a Public Officer or Servant. It is important to reiterate that the UK Anti-Bribery Act provides for bribery with Public Officers or Servants and between individuals.

10.3.3.2 Consequences of breaching the provisions of the UK Anti-Bribery Act


In the case of individuals:

- They may be subject to imprisonment for a maximum of 10 years, an unlimited fine, or both.

In the case of legal entities:

- They may be subject to an unlimited fine.

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10.3.4 International Treaties

There are various international treaties that have been signed and ratified by Mexico on anti-corruption matters. These treaties are the Convention on Combating Bribery of Foreign Public Officials in International Business Transactions of the Organization for Economic Cooperation and Development, the Inter-American Convention against Corruption of the Organization of American States and the United Nations Convention against Corruption.

Specifically, the United Nations Global Compact comprises various Principles of corporate citizenship about human rights, labor standards, environmental protection, and the fight against corruption.

In the case of the fight against corruption, Principle 10, which is based on United Nations Convention against Corruption, requires companies to work against corruption in all its forms, including extortion and bribery. Aeroméxico voluntarily joined the United Nations Global Compact in 2012, confirming its commitment to the fight against corruption.

10.4 List of Relevant Corruption Acts

In accordance with the treaties, laws and other provisions stated above, a catalog of relevant Corruption acts has been prepared for the purposes of this Policy, which are detailed below, without limitation:

List

Conflict of Interest:

Under the Conflict of Interest Policy, it is defined as the situation that arises when the actions, relations, interests or investments of an employee, senior executive, or any other collaborator, interfere or seem to interfere with the interests of Aeroméxico, or with the capacity to perform its activities effectively and impartially.

Extortion:


The person who, without any right, forces another one to give, do, stop doing, or tolerate something, obtaining a benefit for himself or for another person of interest, or causing someone a financial loss.

Fraud:

A person who deceives another person or takes advantage of the mistake in which the person is found does something unlawfully or attains an undue profit. Below are some assumptions regarding fraud:

- a) Whoever disposes of something, obtaining a payment therefor, knowingly that he/she does not have the right to dispose thereof, or who leases, mortgages, or liens it in any other way, if he/she has received the price, rent, the amount under which it levied it, part thereof or an equivalent gain.
- b) Whoever uses something or accepts a service at any commercial establishment and does not pay the price.
- c) Whoever sells to two persons the same thing, either property or real estate, and receives the price from the first or the second disposal, from both, or part of it, or any other gain, to the detriment of the first or second purchaser.
- d) Whoever simulates a contract, a legal act or document, being detrimental to someone, or to obtain any undue benefit.
- e) Whoever keeps all or part of the amounts received for raffles, lotteries, sale promises, or by any other means, without delivering the merchandise or object offered.
- f) Whoever, having received merchandise with a subsidy or franchise, intended for a specific purpose, deviates it from such purpose, or undermines in anyway the intended purposes of the subsidy or franchise.

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- g) Whoever modifies to his/her benefit the amount of the travel expenses granted thereto by the company for a work purpose.
- h) Whoever tricks a client in order to charge an additional, undue, or irregular amount, not foreseen or necessary for the provision of the service.
- i) Whoever, using clients' information, directly or indirectly establishes contact therewith, in order to obtain undue gains through deceit of an alleged service that the company would provide.
- j) Whoever, for any reason, being in charge of the administration or care of third-party assets, damages the holder thereof with the purpose of obtaining a gain, altering the accounts or conditions of the contracts, making inexistent transactions or expenses appear, or exaggerating the real ones, hiding or keeping values, or using them unduly, or knowingly performs transactions that damage holder's assets to his/her own benefit, or to the benefit of a third party, shall receive the penalties provided for the fraud crime.

Intimidation:

A person that inhibits, threatens or intimidates another one to prevent such person, or a third party, from making an accusation, filing a criminal complaint, or providing information regarding the alleged commission of a conduct sanctioned by internal regulations or any external regulations; or whoever performs an illegal conduct or omits a legal conduct, damaging the interests of the persons who filed the complaint, or of a third party with which such persons have a close a family, business, emotional or personal link.

It should be distinguished that when the intimidation conduct is performed by a Public Officer or Servant, this implies the commission of an offense.

Embezzlement:

A person who authorizes, requests, or performs acts for the use or appropriation for him/herself, or for persons with whom he/she has a family, close personal, emotional or business link, resources belonging to the State, or to an individual, whether material, human or financial, without legal grounds, or violating applicable regulations.

Bribery:

The definition is described in another section stated above.

Influence Peddling:

The definition is described in another section stated above.

Bribery of a Public Servant:


Any Public Officer or Servant who requests, demands, accepts, offers, obtains or intends to obtain, by himself or through third parties, any benefit not included in his remuneration, regardless of whether it consists of money; securities; movable or immovable property, or discounts; donations; services; jobs and other undue benefits for themselves or their family members, persons with whom close personal ties have been established, for third parties with whom they have professional, employment or business relationships, or for partners or companies of which the aforementioned persons are part of.

Collusion:

Perform actions that imply, or which purpose or effect is to obtain an undue benefit or advantage in federal, local, or municipal public contracting, with one or more individuals, in Mexico or abroad, directly or through third parties, on public contract matters.

Extortion:

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The Public Officer or Servant that demands, by him/herself or through another person, money, securities, services, or any other thing that they know is undue, or in a greater amount than the one stated by applicable regulations.

Undue Use or Disclosure of Information:

The person that by him/herself, or through a third party, illegally takes, destroys, hides, uses, or renders unusable information or documentation, under his/her care, custody or which he/she has access to, or knows about, due to his/her job, position, or commission.

On the other hand, some more specific activities are described that must not be performed, because they would imply a related Corruption act, or any other illegal act, which determination would be the responsibility of administrative, criminal, or civil authorities, specialists on the matter, according to the description below.

10.5 Business courtesies - Gifts, Meals, Entertainment, Travel Expenses and Air Transportation Benefits

10.5.1 Courtesies

There are legitimate business occasions, where it is permitted to offer or receive courtesies such as gifts, presents, meals, services, entertainment, travel expenses or benefits in air transportation. If you need to offer a courtesy to a Public Officer or Servant or any individual, you must follow the following general guidelines:


- You must have a legitimate business reason, such as a promotion, demonstration, or explanation of the product or service, or the execution or performance of an agreement.
- Cash or an equivalent must never be provided.
- The cost of the business courtesy must be reasonable, it must not be extravagant, or be outside the standards or practices of the country and industry.
- The courtesy must comply with local laws. Some countries and regions impose specific limitations on the value of business courtesies that can be accepted or even the limitation on granting any courtesy. Where such laws impose stricter limitations on amounts, you must comply with the limitations imposed by local laws.
- It may not cover expenses for the family members of the Public Officer or Servant concerned.
- Payments must be covered directly by Aeroméxico.
- The courtesy offered should be reflected in Aeroméxico's accounting books and records in the clearest way possible. For the purposes of reflecting the receipt of courtesies in accounting books and records, it will depend on the type of good received and the character with which it was given to Aeroméxico.

10.5.2 Gifts

Considering that Public Officers or Servants operate under strict legal requirements, depending on the laws of the country where they perform their duties, granting gifts may only be done as long as it does not contravene the provisions applicable to such Public Officers or Servants, as it can be observed in the previous items, where the most relevant aspects of the LGRA, FCPA, UK Bribery Act, International Treaties, and other applicable provisions are stated.

In this context, any gifts, presents, promotional articles, or similar items, which are intended to be given to a third party, foreign to Aeroméxico, must be performed in adherence to the Code of Conduct, the relevant internal regulations on Anti-Corruption matters and conflict of interest of Grupo Aeroméxico, and any other applicable national, regional, state, municipal, or local law or regulation that forbids money laundering, management of illegal resources or bribery, or providing illegal tips, facilitation payments, or other benefits to any Public Officer or Servant, or any other person.

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Regarding the delivery of gifts, presents, promotional articles or equivalent items to Public Officers or Servants in Mexico, it must be stressed that the LGRA establishes that such Public Officers or Servants may not accept compensations, benefits, handouts, gifts or presents from any person or organization.

Regarding the delivery of gifts to Public Officers or Servants in the countries where it is allowed by applicable law, they may be granted one gift every year, with the value not greater than 100 USD, or its equivalent in local currency, or books or promotional articles, or miniature airplane models.

Regarding the delivery of gifts or similar items to Public Officers or Servants, or other Third Parties, in the countries where it is allowed by applicable law, which due to an exceptional and justified cost intends to be higher than 100 USD, or its equivalent in local currency, the immediate superior, and the Legal Compliance Director must be informed, in order to analyze and assess its delivery, and it must be subject to the authorization of the relevant authorities for purposes of the feasibility of the disbursement of the relevant amount, as well as to weigh if it must be submitted to the consideration of the Ethics and Compliance Committee.

With regard to receiving gifts, presents and equivalent items from third parties by employees of the companies of Grupo Aeroméxico, in connection with the performance of their duties, the amount may not be higher than 50 USD, or its equivalent in local currency, and the immediate superior must be informed about the reception of such gift, in order to have his/her approval.

In exceptional cases, when a gift or similar article has been received, or it has not been possible to reject its reception, and it is above the amount of 100 USD, or its equivalent in local currency, the immediate superior and the Legal Compliance Director must be informed, in order to analyze and assess the reception thereof and, if applicable, submit it to the consideration of the Ethics and Compliance Committee. Likewise, the Proposal of Meals, Entertainment, Gifts, Travel Expenses and Benefits in Air Transportation Form must be submitted, as stated in Exhibit A, together with the support documentation.

Receiving tips and gifts of any type from Passengers to all operating personnel in the performance of their functions and/or at the workplace is prohibited.


10.5.3 Meals and Entertainment

If justified, business meals with Public Officers or Servants are allowed with a maximum value of 100 USD, or its equivalent in local currency, per person, prior written approval from the area Director, the Legal Compliance Director, for which all the travel and entertainment expenses and other related policies must be met; and the Proposal of Meals, Entertainment, Gifts, Travel Expenses and Benefits in Air Transportation Form must be submitted, as stated in Exhibit A, together with the support documentation.

If justified, business meals and entertainment with individuals (customers and suppliers) are allowed for a maximum value of 100 USD or its equivalent in local currency per person. For those events with a value greater than 100 USD, written approval will be required from the Area Director and the Legal Compliance Director for which the travel expenses, entertainment and other related policies must be complied with, and the Proposal of Meals, Entertainment, Gifts, Travel Expenses and Benefits in Air Transportation Form must be submitted, as stated in Exhibit A, together with the support documentation.

In connection with the authorization of meals, entertainment or business courtesies, consider that they may never imply any commitment or conflict of interest for its attendees and Aeroméxico. At all times, the law applicable to the Public Officer or Servant who is intended to be invited must be complied with.

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The collaborators of the Procurement area, and those of other areas that are negotiating or reviewing a contract with a supplier shall be forbidden from accepting meals or events.

10.5.4 Travel Expenses

In case it is strictly necessary and justified, the payment of reasonable travel expenses, and in good faith, will be allowed to Public Officers or Servants directly related to the promotion, demonstration, or explanation of Aeroméxico's products or services, or the execution or performance of a contract.

For this purpose, written authorization must be obtained from the Legal VP & General Counsel or through the Legal Compliance Director and, where appropriate, from the Executive Committee of Aeroméxico. The promoter of such trip must submit the Proposal of Meals, Entertainment, Gifts, Travel Expenses and Benefits in Air Transportation Form completed, as stated in Exhibit A, together with the support documentation. Additionally, the following conditions must be met:

- Aeroméxico shall only pay for the travel expenses of the Public Officer or Servant.
- Expenses and per diem shall never be given in cash or in advance.
- Accommodation expenses to be paid must be reasonable and may only include the expenses actually generated. Food and meals must be reasonable and must be duly documented.
- A collaborator, representative, or executive of Aeroméxico must be always present at meals or entertainment activities.
- Aeroméxico shall only pay for the meal or entertainment expenses of those guests whose participation is directly related to the legitimate purpose of the business.
- The expenses must be clearly reflected in the accounting books and records of Aeroméxico in the clearest way possible.

10.5.5 Benefits in Air Transportation

In the case of benefits, such as free flights, reduced rates, or upgrades to classes for Public Officers or Servants, they may be granted if such persons are entitled thereto as Aeroméxico passengers, because they are members of Aeroméxico Rewards; otherwise, such benefit must be reviewed by the officials empowered therefor by Aeroméxico's Executive Committee. For the relevant authorization that may apply, the Proposal of Meals, Entertainment, Gifts, Travel Expenses and Benefits in Air Transportation Form must be filled in and submitted, as stated in Exhibit A, together with the support documentation, and in compliance with the related policies on this matter.

10.6 Facilitation Payments


Aeroméxico forbids Facilitation Payments; therefore, its employees, collaborators, executives, directors, and external representatives are not allowed to make them to any Public Officer or Servant.

In case that the refusal to a forced requested payment (extortion) is an imminent threat to the health, integrity, safety, or wellbeing of collaborators, executives, directors and external representatives, the employee in charge must make an effort in good faith to obtain previous approval from the Legal VP and General Counsel or the Legal Compliance Director before making it, which must be appropriately reflected in the accounting records, specifying the amount, date, purpose of the payment, and identification of the payment recipient.

All facilitation payments that occur under such circumstances, and do not have previous approval, shall be immediately reported to the Legal VP & General Counsel and the Legal Compliance Director who, in collaboration with the rest of the areas involved, must investigate the circumstances of the case.

10.7 Accounting Books and Records

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Aeroméxico forbids the forgery and/or alteration of internal books and records and requires compliance with relevant accounting provisions. All expenses made on behalf of Aeroméxico, must be appropriately reflected in the Aeroméxico books and records. The notes in the Aeroméxico accounting records must appropriately reflect the amount, date, and purpose of the payment, must identify the payment recipient and the type of receipt issued.

10.8 External Representatives

Any person empowered by Aeroméxico to conduct procedures in its name and on its behalf (External Representatives), may incur in violations to applicable anti-corruption laws. Therefore, in addition to the requirements established by the regulations for those who act as attorneys-in-fact, the hiring of external lawyers or legal services, or any hiring that implies acting in the name and on behalf of Aeroméxico, when we intend to establish relations with such persons, must comply with the following:

- Collect, document, and preserve the information collected during the selection of the External Representative.
- Formally define the scope of the relation of the External Representative, through a written agreement, or in exceptional cases, through a service proposal executed in writing between both parties.
- Document, in a clear and precise way, all the services that will be provided.
- Determine in the service proposal and in the agreement the consideration, or the mechanics for the calculation of the consideration, that Aeroméxico shall pay for such services or products.
- Interview the External Representative, explain Aeroméxico expectations, deliver this Policy, and obtain his/her compliance agreement, according to Exhibit B of this Policy. If the relevant due diligence form has been executed, it will not be necessary to fill Exhibit B hereof.
- To the extent possible, verify with documents, records, or public sources, the information provided by the person that shall act as an External Representative.


10.8.1 Contract

Any Aeroméxico employee that requires establishing a commercial or business relation with a Third Party, in the name of an Aeroméxico company, shall submit to the Legal VP & General Counsel, the contract application, and if applicable the Submission of Information of External Representative or Third Party Form, stated in Exhibit B of this policy, together with the support documentation, and after having received the relevant approval. The written contract, or the concurrence of wills, to be executed in a form other than those of Aeroméxico companies, must contain at least:

- An anti-corruption clause, approved by the Legal VP & General Counsel, establishing that the Third Party must act in accordance with all Applicable Laws and this Policy. In those cases when an agreement is not formalized, according to the forms established in the Aeroméxico companies, and which is possible due to the nature of the service, the Code of Conduct and the valid Anti-Corruption Policy shall be shared for information of the Third Party.
- A clear description of the role and responsibilities of the Third Party, including a description of the services that Aeroméxico shall pay.
- Include the terms of the consideration.
- Define the geographical territory in which the Third Party shall act.
- Define the clients with which the Third Party shall work, if applicable.
- Establish the terms of the contractual relation.
- It must contain provisions that allow Aeroméxico to perform periodical audits of the accounting books and records of the Third Party, or any other necessary documents to confirm due compliance with the Policy and Applicable Laws.

As in the case of External Representatives, those Third Parties identified as high risk, due to the activity they perform, or who have not been submitted to a due diligence process under the respective policy, will

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also be requested to fill-in the Submission of Information of External Representatives or Third Parties Form, identified in Exhibit B hereof.

10.8.2 Red Lights

Even if working with authorized Third Parties, with which there is an approved relation, Aeroméxico's personnel must be alert to circumstances that may seem suspicious or "red lights," among which are the following:

- The corruption history of the country where the transaction is being performed.
- The Third Party was recommended by a Public Officer or Servant.
- The Third Party refuses to submit to the terms of this Policy and applicable Laws.
- The Third Party provides incomplete or inconsistent information in questionnaires or information requests.
- The Third Party requests advanced payments (either in cash or not), indirectly, through another party, or in a different country.
- The Third Party requests an unusually high and/or not justified commission regarding the services provided.
- The Third Party requests the reimbursement of expenses without proof, poorly documented, or for questionable concepts.
- The Third Party makes unusually high or frequent political contributions.
- The Third Party has family or business links with Public Officers or Servants, or relatives thereof.
- The only qualification or skill of the Third Party is its capacity to influence Public Officers or Servants.
- The Public Officer or Servant participates in agreements that make lack of transparency evident.
- The Third Party executes unusual subcontracts or in generous amounts.
- If a Public Officer or Servant requests hiring the Third Party.
- The Third Party requests giving a job, or any other advantage, to a friend or relative.

If you consider that these "red lights" exist, or you have questions or concerns regarding any Third Party, stop any communication with the Third Party in question, consult the Due Diligence Policy, and immediately contact the Legal Compliance Director.


10.9 Hiring Personnel

First of all, personnel hiring decisions must not be related to the business transactions of the Company and must protect the best interests thereof. Otherwise, they could be a violation to applicable laws. The offer of employment should not be given in exchange for a current or future benefit and is a prohibition that applies to all employees, executives and Board members.

10.9.1 Hiring persons related to, or referred by, a Public Officer or Servant

If you wish to hire a person related to or referred by a Public Officer or Servant, you must first obtain a written authorization from the Legal VP & General Counsel of Aeroméxico and deliver it to the Human Resources area prior to the hiring. If you have any questions or concerns regarding a hiring, contact the Legal VP & General Counsel, and the HR talent management area.

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10.9.2 Hiring former Public Officers or Servants

It is forbidden to hire a former Public Officer or Servant, who during the previous year had access to privileged information, due to his/her job, position, or commission in the public service, which may allow Aeroméxico to benefit in the market, or to have an advantageous condition before its competitors.

Consider that various authorities may establish different terms, conditions, and deadlines for hiring their former Public Officers and Servants, and that some authorities may establish more than one restriction.

If you require to hire a former Public Officer or Servant, you must first get advice from the Legal VP & General Counsel, as well as from Human Resources, prior to the hiring.

10.10 Political contributions and charity donations

Aeroméxico forbids granting political contributions.

In the case of charity, you must ensure that the donation or contribution is not a way to benefit a Public Officer or Servant, or a related person, and that such donation or contribution is not given in exchange for a purchase, hiring, or any decision that may impact the interests of Aeroméxico. Consult Policy S_PO_GAFI_01, Policy for Granting tickets to non-profit Organizations.

In the case of charity donations to government entities, or decentralized government public entities, state productive companies, entities or persons related to a Public Officer or Servant, previously consult with the Legal VP & General Counsel.

10.11 Mergers and Acquisitions

In case there are plans to merge, acquire, or make an alliance with third-party businesses, it is indispensable to perform a Due Diligence procedure, prior to the relevant transaction, in adherence to the policy issued on such matter. Such process, among other aspects, shall seek to identify possible corruption or bribery risks existing in the company or target business of the transaction, and the implications that it may have for Aeroméxico. If the transaction is performed, the target company and all its personnel, must become part, and accept the GAM Code of Conduct, this Policy and the processes described herein.


10.12 Compliance monitoring

Internal Audit performs reviews with the purpose of verifying due adherence to this Policy and other Aeroméxico internal regulations. Such reviews may include the analysis of agreements, files, accounting records, and random interviews with employees, collaborators, executives, and directors, both belonging to Aeroméxico and its subsidiaries, affiliates, related companies, and Third Parties working for GAM companies.

The Legal Compliance Directorate may also perform reviews with the purpose of supervising compliance with this Policy and other related regulations. Such reviews may include the analysis of agreements and files, and random interviews with employees, collaborators, executives, and directors, both belonging to Aeroméxico and its subsidiaries, affiliates, related companies and Third Parties working for GAM companies.

As Aeroméxico's compliance program develops and matures, each VP shall appoint a compliance ambassador, who shall act as link to support in monitoring the regulatory compliance, the mapping of applicable regulations to its business area, as well as in the dissemination of the compliance program, in coordination with the Human Resources Business Partner (HRBP) allocated to its area, with the purpose of identifying and mitigating compliance risks within their own areas and operations.

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Those VPs that due to the amount of personnel, or to the extension of their duties, may appoint more than one compliance ambassador, if required.

The figure of compliance ambassador may be consulted in the specific process issued to such effect.

Monitoring is an essential element for the correct implementation of this Policy.

10.13 Complaints

All of us who collaborate in Aeroméxico are bound to report any behavior or act considered a violation, or apparent violation, to this policy and/or applicable laws, performed by any employee, senior executive, member of the Board of Directors, or Third Party, directly to your leader or supervisor, HRBP or to the Aeroméxico Ethics Line.

If the situation to be reported involves your leader or supervisor, or if you have submitted a report with them and there has been no result or follow up at all, you may contact your HRBP; however, you are encouraged to use the Aeroméxico Ethics Line.

Your complaints at the Aeroméxico Ethics Line shall be treated under confidentiality principles, anonymously, and without retaliation. You may submit your complaints through the following means:

- Toll-free telephone numbers: 800-112-0585 from Mexico and (00) 1-800-921-2240 from the US and other countries.
- Email: lineaeticaaeromexico@resguarda.com
- Website: www.resguarda.com/aeromexico
- miaeromexico.com/Compliance

Reports through the Aeroméxico Ethics Line are addressed by personnel from an independent company, in order to guarantee the highest and objectivity possible.

No one who reports alleged violations to this Policy shall be subject to disciplinary actions, retaliation, or any punishment, due to the fact of having submitted such report. Supervisors or employees in general who apply disciplinary actions, retaliation, or punishment to the persons that have submitted any claim or report, shall be subject to disciplinary sanctions, up to and including the termination of the labor relation.

10.14 Training


Aeroméxico shall provide courses, training materials, and dissemination campaigns to fight corruption, to employees, collaborators, executives, and directors, both belonging to Aeroméxico and its subsidiaries, affiliates and related companies, representatives, or Third Parties that collaborate with GAM companies.

Reading and understanding this Policy is part of the compliance program aimed at the prevention of corruption, which may be reinforced and illustrated through training in person, given by trainers, presentations, on-line courses, among others. All of us, Aeroméxico employees, are obliged to know, accept, and comply with this Policy and to take the relevant training.

10.15 Certification

All employees, collaborators, executives and directors, belonging both to Aeroméxico and its subsidiaries, affiliates, and external representatives that collaborate with Aeroméxico, as well as those Third Parties identified as high risk due to the activity they perform, or whose agreements are of a representative or relevant amount for Aeroméxico, must acknowledge having read and understood the current Policy, filling in the form of Acceptance of the Policy, stated in Exhibit C. The acceptance of this Policy may be done by electronic means.

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10.16 Tools

In case of questions regarding the language to use in GAM communications or documents, related to the matter being governed by this Policy, or requiring training in specific anti-corruption topics, you may request guidance at the following address: AMCumplimiento@aeromexico.com and the [Legal Compliance Directorate](#).

For more information in this regard, you may consult:

- The Aeroméxico Group Code of Conduct, available at: www.aeromexico.com and in the internal website Mi Aeroméxico.
- The FCPA Guide, known in English as "[A Resource Guide to the U.S. Foreign Corrupt Practices Act](#)", issued by the Department of Justice of the United States. "
- The Guide to the UK Bribery Act, known in English as the Bribery Act Guidance, issued by the Serious Fraud Office of the United Kingdom.
- The practical Guide [RESIST-Resisting extortion and solicitation in international transactions](#), issued by the United Nations Global Compact and Transparency International.

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Exhibit A

PROPOSAL OF MEALS, ENTERTAINMENT, GIFTS, TRAVEL EXPENSES AND BENEFITS FOR AIR TRANSPORTATION FORM

The following form must be filled in, authorized by the head of area, and delivered, together with the support documentation, to the Legal Compliance Director for acknowledgement. It is not allowed to grant a Public Officer or Servant, or an individual, a meal, entertainment, gift, travel expenses, or benefits for air transportation, unless allowed by the local laws and previous authorization therefor is obtained.

APPLICANT'S INFORMATION (GRANTOR)

| Full Name | Company | Position | Mail and telephone |
|-----------|---------|----------|--------------------|
| | | | |

AUTHORIZATION OF THE HEAD OF THE AREA (if grantor or beneficiary is a collaborator of Aeroméxico)

| Full Name | Position | Signature | Date |
|-----------|----------|-----------|------|
| | | | |

INFORMATION OF AM PERSONNEL / PUBLIC OFFICER AND/OR SERVANT OR THIRD PARTY (BENEFICIARY)


| Full name* | Position or Title Office / Company | Supervisor's name | E-mail or Telephone number |
|------------|---------------------------------------|-------------------|-------------------------------|
| | | | |

* In the case of a list of beneficiaries, list them all.

INFORMATION ABOUT THE MEAL, ENTERTAINMENT, GIFT TRAVEL EXPENSES AND BENEFITS FOR AIR TRANSPORTATION

| |
|---|
| <p>1. Describe the meal, entertainment, gift, travel expenses, or benefit for air transportation for which authorization is requested: (...)</p> |
| <p>2. State the value in USD of the meal, entertainment, gift, travel expenses or benefit for air transportation. Include the total value per person of the meals, event tickets, air transportation, ground transportation, or any other activity: (...)</p> |
| <p>3. State the purpose of the meal, entertainment, gift, travel expenses or benefit for air transportation. Explain in detail. (...) If it is related to a specific transaction, state to which one: (...)</p> |

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4. Does Aeroméxico have a current or future business project under the supervision or control of the beneficiary? If the answer is yes, state which one: (...)
5. Who chose the beneficiary?
 Aeroméxico Beneficiary's employer Other _____ (...)
6. State the place (city and country) where the event shall take place or where the gift is delivered or received: (...)
Also, state, in case of a trip, if the destination is known for its tourist attractions, or because it provides inappropriate entertainment: (...)
7. State the date(s) of the meal, entertainment, gift, travel expenses, or benefit for air transportation, as applicable: (...)
In the case of a trip, state the duration thereof: (...)
8. In the case of a trip, attach the event agenda, and answer the following:
Does the event include touristic, entertainment and/or recreation activities? (...) If the answer is yes, what percentage of the event shall be allocated to touristic, entertainment and/or recreation activities? (...) Does the event include work sessions? (...)
If the answer is yes, what is the purpose of the work sessions? What percentage of the event shall be allocated to work sessions? (...)

Review of the Legal Compliance Directorate

I have reviewed the application proposal and the support documentation submitted in order to assess if the meal, entertainment, gift, travel expenses, or benefit for air transportation proposed by ----- complies with the Anti-Corruption Policy of Aeroméxico.

Based on such review, it is determined that:

No legal impediment is identified **Reject it** **Request additional information**

| | | | |
|-------------------------|------------------------------|-----------------------------------|-------------|
| <u>Full Name</u> | <u>Position</u> | <u>Signature</u> | <u>Date</u> |
| Enrique Román Chávez | Legal Compliance Director | Form Anti-Corruption Policy | |

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Exhibit "B"

SUBMISSION OF INFORMATION ABOUT SERVICE PROVIDERS, EXTERNAL REPRESENTATIVES OR THIRD PARTIES

Contracts or voluntary agreements involving acting on behalf of or representing GAM, which may involve high risk, or which have not followed the Due Diligence process must have the following form, which must be completed, signed and sent by the applicant with the support information and proposed contract or agreement to the Legal VP & General Counsel of Aeroméxico for verification approval. It is not allowed to hire an External Representative or Third Party without prior authorization therefor.


APPLICANT'S INFORMATION

| | | | |
|-----------|---------------|--------|--------------------|
| Full Name | Area/Position | E-mail | Signature and date |
|-----------|---------------|--------|--------------------|

INFORMATION ABOUT THE EXTERNAL REPRESENTATIVE OR THIRD PARTY

| | |
|---|----------------|
| 1. State the full name and address of the External Representative or Third Party: | |
| 2.- State if the External Representative or Third Party is owned (at least 50%), or managed or controlled by (even if it owns less than 50%), by any of the following, either fully or partially: | |
| a. A government entity | () Yes () No |
| b. A Public Officer or Servant | () Yes () No |
| c. A decentralized public entity | () Yes () No |
| d. A current candidate to a public position | () Yes () No |
| e. A former Public Officer or Servant | () Yes () No |
| f. An individual or legal entity acting on behalf of a government entity, Public Officer or Servant | () Yes () No |
| g. A person with a family or close link to a Public Officer or Servant | () Yes () No |
| 3.- In case any of the answers is yes, state: | |
| a. If the person or entity is the owner or has the administration or control. If it is the owner, state the percentage _____. | |
| b. Full name of the Public Officer or Servant, candidate, former Public Officer or Servant, or entity or individual to which the External Representative or Third Party is related _____. | |
| 4.- Describe the services that the External Representative or Third Party shall provide to Aeroméxico, and the geographical regions where those services shall be provided. Specify if it includes the External Representative obtaining a license or permit from any government entity, directly or indirectly: | |
| 5.- State the reason why the External Representative or Third Party has been chosen to provide such services, and the grounds for selecting him/her, instead of another potential providers: | |
| 6.- Based on the interviews with the External Representative or Third Party, and searches in information media, answer the following questions: | |
| a) What is the reputation of the External Representative or Third Party and senior executives? | |
| b) Is there any negative news about their past business practices? | |
| c) Is there any information that suggests that the External Representative or Third Party is in violation of any local laws, applicable regulations, or any Anti-Corruption or Anti-Bribery laws? | |
| d) Is the External Representative or Third Party involved in any existing litigation? | |
| e) Has he/she received any regulatory sanction or observation during the last 5 years? | |

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- f) Has he/she been subject to any legal action or government investigation?
- g) Has the External Representative or Third Party, or any of its senior executives, been subject to any formal or informal allegation (including media coverage) that involve forbidden or undue payments to any Public Officer or Servant?

7.- If the External Representative or Third Party is a legal entity:

| | |
|---|--|
| a) Has it implemented clear Anti-corruption and Anti-bribery policies and procedures? | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| b) Are such policies and procedures in force? | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| c) Has its senior management constant surveillance of such policies and procedures? | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| d) Do employees receive regular training? | <input type="checkbox"/> Yes <input type="checkbox"/> No |

8.- Based on legislation applicable to its industry, or the country where it operates, does it need a special clause to be considered in the agreement project to be considered? Yes No

If any of the answers is yes, specify the scope.

Review by the Legal VP & General Counsel

This form does not validate or authorize the selection of the External Representative or Third Party, or the formalization of the concurrence of wills, its purpose is to review the application and the support information submitted, in order to assess if the information of the External Representative or Third Party, proposed by the area involved, complies with the GAM Anti-Corruption Policy. Based on such review, it is determined that:

_____ No legal impediment has been identified _____ Reject it _____ Request additional information

| | | | |
|-----------|----------|-----------|------|
| Full Name | Position | Signature | Date |
|-----------|----------|-----------|------|

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Exhibit C

Acceptance, knowledge and adherence to the Anti-Corruption Policy

According to what is stated in the Grupo Aeroméxico Anti-Corruption Policy, I confirm that I have read, understood, and agreed to what is provided therein, undertaking to act according thereto, in order to maintain the trust of our clients, suppliers, authorities and strategic partners.

In case of non-compliance with that set forth in this Anti-Corruption Policy, I will receive the relevant disciplinary measure according to the company's regulations, as well as that stated in the laws in force.


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AEROVÍAS DE MÉXICO SA DE CV AEROMÉXICO SUCURSAL COLOMBIA
Anti-Corruption Policy
Chapter Colombia

This Chapter, in accordance with the rules and structure of corporate governance, was duly approved by the Senior Management of Grupo Aeroméxico. The branch also has the necessary budget to comply with the Anti-Corruption Policy.

1. Scope of application

This chapter is part of or complements the Anti-Corruption Policy, Conflicts of Interest, Due Diligence and Third Party Monitoring and the Code of Conduct of Grupo Aeroméxico (hereinafter, together, the “Policies”), for the purposes of its application in Colombia.

2. Applicable regulations

This Chapter is subject to Decree 1736 of 2020, Basic Legal Circular of the Superintendency of Companies, External Circular No. 100-000003 dated July 26, 2016, addition of Chapter XIII of the Basic Legal Circular of 2017 Circular 100-000012 of 2021, Law 2195 of 2022, Law 1778 of 2016, Decree 1068 of 2015 and other rules that replace, amend or supplement them.


3. Compliance Officer

The Branch Compliance Officer shall be appointed in accordance with Aeroméxico’s rules and governance structures through the Company’s Human Resources area.

The functions of the Branch Anti-Corruption Compliance Officer are the following:

- 3.1. Submit, together with the legal representative, the proposal of this Chapter as an integral part of the Anti-Corruption Policy to the Senior Management of the Aeroméxico Group for approval.
- 3.2. Ensure effective, efficient and timely compliance with Policies and this Chapter in Colombia.
- 3.3. Implement a risk matrix and update it according to the specific needs of the branch, its risk factors, the materiality of the risk of corruption and transnational bribery (hereinafter “C/ST”) and in accordance with the Policies.
- 3.4. Define, adopt and monitor actions and tools for the detection of C/ST risks, in accordance with Policies and risk matrix.
- 3.5. Implement appropriate channels to allow anyone to report, confidentially and securely, about Policy breaches.
- 3.6. Establish internal investigative procedures in the branch to detect violations of Policies and the Law.

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- 3.7. Coordinate the development of Compliance training programs along with those established by Grupo Aeroméxico.
- 3.8. Verify compliance with Policy due diligence procedures.
- 3.9. Ensure the proper archiving of documentary media and other information related to the management and prevention of C/ST risk in the Branch.
- 3.10. Support in the design of methodologies for classification, identification, measurement and control of C/ST risk for their implementation in the Branch.
- 3.11. Carry out, together with those responsible for Grupo Aeroméxico, the evaluation of compliance with Policies and the C/ST risk to which the Branch is exposed.
- 3.12. Submit to the Board of Directors, Audit and Corporate Practices Committee or the Ethics and Compliance Committee of the Aeroméxico Group, at least once a year, the evaluation and analysis of the efficiency and effectiveness of Policies and, if necessary, propose improvements. Likewise, demonstrate the results of its management and administration in compliance with the Anti-Corruption Policy and this Chapter.
- 3.13. Report to the criminal, disciplinary and administrative authorities acts of corruption and conduct or facts considered a violation of the Anti-Corruption Policy and this Chapter or the applicable laws, carried out by any employee, officer, Member of the Board of Directors or third party within six (6) months from the time of knowledge of the facts.

These complaints must be made on the platform provided by the Superintendency of Companies in the following link: <https://www.supersociedades.gov.co/web/asuntos-economicos-societarios/canal-de-denuncias-por-soborno-transnacional> or at the Anti-Corruption Portal of Colombia: <http://www.secretariatransparencia.gov.co/observatorio-anticorrupcion/portal-anticorrupcion>

4. Tax Review


The tax reviewer is an external advisor responsible for exercising control and supervision over the financial statements of the Branch in compliance with the functions established in article 207 of the Colombian Commercial Code and other applicable rules.

The tax reviewer shall verify the accuracy of the accounting and ensure that transfers of money or other assets do not hide direct or indirect payments related to bribes, gifts, bribes or other corrupt conduct. For such purpose, at least:

The tax reviewer of the Branch shall apply a series of audit procedures and tests in accordance with the International Standards on Auditing (ISA), and annually issue the financial statements.

Within the opinion presented annually, it must include, inter alia, the opinion on the reasonableness of the figures for each financial year, ensuring that they are faithfully taken from accounting records.

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Similarly, the tax reviewer will be responsible for the review of balances and transactions with the different related parties, as well as the evaluation of the internal control that the Branch has in place to respond to the risks it faces, such as bribes, gifts, handouts, kickbacks or other corrupt behaviors.

The tax reviewer is obliged to report to criminal, disciplinary and administrative authorities acts of corruption and conduct or facts considered a violation of this Policy and this Chapter and the applicable laws, carried out by any employee, officer, Member of the Board of Directors or third party that may have detected in exercising their position within six (6) months from the time the tax reviewer had had knowledge of the facts.

These complaints must be made at the platform provided by the Superintendency of Companies: <https://www.supersociedades.gov.co/web/asuntos-economicos-societarios/canal-de-denuncias-por-soborno-transnacional> or at the Anti-Corruption Portal of Colombia: <http://www.secretariatransparencia.gov.co/observatorio-anticorrupcion/portal-anticorrupcion>

5. Other bodies

Depending on the relevance, subject matter and functions of each, the Ethics and Compliance Committee, the Management and Criminal Control Committee, the Audit and Corporate Practices Committee, the Risk Committee or the Board of Directors of Grupo Aeroméxico may order actions against obligors who violate the policies or this Chapter.

6. Sanctions

Breach of what is set forth in this Chapter may result in administrative, legal, or labor sanctions, which shall be determined by the Labor Relations area, in coordination with the Human Resources area, and it may result in termination of the labor or contractual relation.

7. Labor standards

The Branch, like Grupo Aeroméxico, respects the labor rights of its workers and therefore, does not tolerate acts of discrimination, disrespect, threat, insult and in general, any conduct that aims to instill fear, dread or anguish in any of our employees.


The Branch is committed to ensuring that its hiring, promotion and organizational development processes are guided by the principles of equal opportunities and treatment, are free from any kind of discrimination based on racial, political, religious matters, physical disability, nationality, gender, age, sexual orientation, political orientation, trade union status, or any other cause.

8. Denunciation channel of the Secretariat of Transparency of the Government of Colombia

The el Anticorruption Portal of Colombia (PACO) is an initiative led by the Secretariat of Transparency of the Government of Colombia, which groups in a single site all the relevant information for the analysis of the phenomenon of corruption and the generation of early warnings that allow informed decision-making. It is also the portal where citizens can report the possible acts of corruption of which they are aware.

It can be accessed in this link: <http://www.secretariatransparencia.gov.co/observatorio-anticorrupcion/portal-anticorrupcion>

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9. Validity

This Chapter was approved by the Senior Management, according to its competences, in accordance with the Organizational Chart of AEROVIAS DE MEXICO SA DE CV AEROMEXICO SUCURSAL COLOMBIA and its corresponding functions, on May 19, 2023.

This chapter, as well as the different policies and programs of transparency and business ethics of AEROVIAS DE MEXICO SA DE CV AEROMEXICO SUCURSAL COLOMBIA applicable to Colombia will be reviewed at least every two (2) years by the competent body.