

1. Purpose

Establish general guidelines on the interaction between the Internal Audit and Internal Control and Risk Management functions (hereinafter only Internal Control), so that the execution of these functions is carried out independently and objectively.

2. Scope

Applies to associates of Grupo Bimbo's Global Internal Audit and Internal Control Departments.

3. Definitions

COSO: The Committee of Sponsoring Organizations of the Treadway Commission (COSO) is a joint initiative of five private sector organizations and is dedicated to providing thought leadership through the development of frameworks and guidance on managing business risk, internal control and fraud deterrence (www.coso.org).

Independence: It is the freedom from conditions that threaten the ability to carry out the responsibilities of an activity in a neutral way, however, it does not imply isolation.

Internal Audit: Function through which independent services, and assurance and consultancy objectives are provided, in order to add value and improve the operations of an organization. This function helps an organization meet its objectives by providing a systematic and disciplined approach to assess and improve the effectiveness of risk management, control and governance processes.

Internal Audit Statute: Formal document approved by the Audit and Corporate Practices Committee and agreed upon by Grupo Bimbo's CEO, which defines the purpose, authority, responsibility and position of the Internal Audit function within Grupo Bimbo.

Internal Control: Its main functions in accordance with **GGB-008 Global Internal Control Policy** are to establish, update and monitor the operation of Grupo Bimbo's internal control system, considering as a reference framework the documents that COSO issues; in the same way, it must ensure that the operational managers of the different functions in the Group assume as their own the responsibilities of risk management and control management.

Model of the three lines of defense: Scheme defined by the Institute of Internal Auditors (IIA for its acronym in English) that describes and segregates the roles and responsibilities, among the different functions of the organization, to help it achieve its objectives and facilitate a strong governance and risk management.

Objectivity: An impartial and neutral mental attitude that allows people to carry out their activities without any personal or professional interest and with honest confidence in the product of their work and without compromising its quality; it requires that whoever carries out the work does not subordinate his judgment to that of other people.

4. Responsibilities

Chief Executive Officer (CEO) of Grupo Bimbo and Internal Audit & Corporate Practices Committee: Evaluate, annually, the reporting lines between the Global Internal Audit and the Internal Control and Risk Management Department, as well as the responsibilities of both.

Global and Functional Departments: They represent the first line of defense as those responsible for the internal control of their processes, as well as for managing the risks inherent to them.

Internal Control: As a second line of defense, it is responsible for ensuring that the Global and Functional Departments establish the internal controls necessary to mitigate the risks related to the processes under their responsibility, seeking to ensure the achievement of their objectives, in the context of the social environment, regulations and the market.

Global Internal Control Vice President: Belonging to the second line of defense, must report semi-annually and independently the status of Internal Control in the Company to the Audit and Corporate Practices Committee. Carry out advisory activities by providing standards, methodology and leading practices in relation to risk management and internal control at a global level. Send to the CEO, Functional and Organization Vice Presidents, as appropriate, a detailed report of the most relevant business risks of Grupo Bimbo and of each Organization.

Global Internal Audit Vice President: Belonging to the third line of defense, must carry out independent reviews that promote the mitigation of risks related to the processes of each of the Company's areas. Interact with the Administration to guarantee that their work is relevant and that it is aligned with the strategic and operational needs of the Organization. Respond to a hierarchical level within the organization that allows it to fulfill its responsibilities. Establish as part of its quality assurance and continuous improvement program the review of the controls established in this policy.

5. General guidelines

In order to ensure that the Internal Audit and Internal Control functions are carried out independently and objectively, it is Grupo Bimbo's policy to comply with the following guidelines:

- The members of the Global Internal Control and Internal Audit Departments must collaborate and communicate to guarantee that there is no rework, overlaps or unnecessary gaps in control matters.
- If the independence or objectivity of the Internal Audit and Internal Control functions are compromised, in fact or in appearance, the Vice Presidents of both areas must disclose the details of the impediment to the corresponding parties. The nature of this communication will depend on the impairment.
- The Internal Control and Internal Audit teams must be made up of totally independent associates with clearly defined functions.

Internal audit

The Global Internal Audit Vice President shall:

- Declare any breach that affects the scope or general operation of activities and its impact before Senior Management and the Board of Directors, in relation to its function, the Code of Ethics and the Standards established for the performance of its work.
- Make sure that the members of the Global Internal Audit Department:
 - Carry out their assurance and consulting functions, approved by the Internal Audit & Corporate Practices Committee, in accordance with the provisions of the Internal Audit statute.
 - They do not carry out Internal Control functions.
- Ratify, at least annually, before the Internal Audit & Corporate Practices Committee, its Internal Audit Statute and the independence of its function within the Organization.
- Obtain the approval of the Internal Audit & Corporate Practices Committee in cases of overlap between the roles of Internal Audit and Internal Control. If approved, they must ensure that the following documentation exists:
 - Impact and risks for the Organization and for the Internal Audit function.
 - Roles, responsibilities and segregation of duties.
 - Controls implemented to validate that the safeguards that were established are operating effectively.
 - Determination of whether the assignment is temporary or long-term. If the assignment is temporary, a transition plan needs to be established.

- Acceptance of the CEO of Grupo Bimbo.
- Detail of the Internal Control activities carried out by Internal Audit, updated and referenced in the mandate.
- Ensure that the roles of the Internal Audit function are clearly established in its Statute.
- Ensure that the performance of their activities is carried out with total independence and that they are free from obstacles and biases in their planning and in the performance of their work.
- Promote unrestricted access to personnel, resources and the information required to carry out its activities.
- Assurance work functions, for which Internal Audit is responsible, must be supervised by a third party.

The Associates of the Global Internal Audit Department:

- They must not:
 - Execute roles or attributes of Internal Control.
 - Fix the appetite for risk.
 - Have ownership or management of risks.
 - Assume responsibilities of accounting, business development and other functions corresponding to operating processes.
 - Make decisions in response to risks or implement or assume accountability for risk management or governance processes.
- They should always have an impartial, neutral attitude and avoid any conflict of interest.

Internal control

The Global Internal Control Vice President shall report to the Global Internal Audit Department only in personnel administrative matters (e.g. vacations, travel expenses, etc.) which by their nature do not affect the independence or objectivity of the work related to the management of the Internal Control and Risk Management, nor do they interfere in any way with the functions of the Internal Auditors.

6. Responsibility / Ownership

The Global Internal Audit Department is the assigned owner of this Policy and is primarily responsible for its content, updating, monitoring of its compliance and submission for approval before the Internal Control Department, CEO, Audit Committee and Corporate Practices.

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				