

1. Purpose

Establish the guidelines and requirements to obtain the necessary authorizations:

- To enter into transactions with related Parties.
- For related Parties to be entitled to the use or enjoyment of Grupo Bimbo goods.
- For related Parties to obtain exemptions from the Board of Directors and/or the Audit Committee to carry out transactions for themselves and/or in favor of third parties corresponding to the Company.

2. Scope

The policy applies to Grupo Bimbo, S.A.B. de C.V., its subsidiaries and affiliates ("Grupo Bimbo"), as well as management-level employees and related Parties who perform the following:

- Transactions with related Parties.
- Granting use or enjoyment of Grupo Bimbo goods and services to a related party.
- Granting waivers for directors, relevant managers, or individuals with command authority, to take business advantages for themselves or for third parties, that belong to Grupo Bimbo or in which they have significant influence.
- Transactions between Grupo Bimbo and its subsidiaries, as well as with individuals who have significant influence ("Affiliates"), or between any of these.
- Transactions with Grupo Bimbo employees.

The granting of benefits of a general nature or that form part of the compensation plan for the staff of Grupo Bimbo is not included.

3. Definitions

Audit Committee: Intermediate administration body that supports the Board of Directors in the performance of their functions.

Board of Directors: Grupo Bimbo's management body.

Control: The ability of an investor to be exposed or entitled to variable returns from its involvement in the investee, and to influence those returns through its power of command over the legal entity.

Controlling Shareholders of Grupo Bimbo: Shareholder or group of shareholders who, individually or jointly, directly or indirectly, own 50% (fifty percent) of the shares of Grupo Bimbo.

Exemptions: To give or grant authorization for related Parties to carry out transactions for themselves and/or in favor of third parties in which Grupo Bimbo directly or indirectly obtains a profit, right or obligation.

Non- relevant Operations: Those that require the approval of the **General Direction** when they are less than 20 (twenty) million Mexican pesos in a fiscal year, individually or successively, and therefore do not require the approval of the Company's Board of Directors or the Audit Committee.

Operations: Including, not being limited to, whether individual or successive: (i) acquisition **or disposal** of goods or rights, **rendering services** and (ii) granting of guarantees, assumption of liabilities or loans.

Power of command: Existing rights that grant the present ability to conduct relevant activities.

Related Parties: Are those set forth below:

- The Controlling Shareholders of Grupo Bimbo.
- Grupo Bimbo's Directors.
- The Chief Executive Officer (CEO) and all of Grupo Bimbo's relevant managers.
- Corporations that are controlled by, or of which 20% of the shares representing its share capital are owned by any of the abovementioned individuals.

- e) Any subsidiary or affiliate that is controlled by Grupo Bimbo or in which it has significant influence.
- f) Any spouse, concubine, or blood or marital relatives up to the fourth degree, kin by affinity up to the third degree, or partners or co-owners of the abovementioned individuals.

Relevant directors: The Chief Executive Officer, members of Grupo Bimbo's Management Committee and the Secretary of the Board of Directors.

Significant influence: The ownership of rights that allow, directly or indirectly, to intervene in financial and operating policy decisions, as well as to exercise the vote of at least 20% (twenty percent) of the capital stock of a corporation.

Subsidiary or affiliate: Any company over which Grupo Bimbo maintains control, either by direct or indirect participation in its share capital, through agreements, or by any other cause.

4. Responsibilities

The CEO and relevant managers of Grupo Bimbo: Comply with this policy's guidelines. Likewise, they shall be responsible for monitoring compliance of this Policy.

Global Controllership Department: Maintain an updated list of the related Parties of which Grupo Bimbo has knowledge, based on the information provided by the Global Legal Department, which must be available for consultation by the relevant managers and/or prior to the performance of any transaction with any related party; as well as report in accordance with the provisions in force and applicable legal provisions. Moreover, they shall be responsible for monitoring compliance with this Policy.

Global Legal and Compliance Department: Serve as a consulting body overseeing compliance with legal provisions, the bylaws and this Policy and provide the Global Controllership Department with information from related Parties. It is also the owner of this Policy and it is primarily responsible for its content and updates, as well as for submitting it to the Global Directorate of Internal Control and Risk Management, the Executive Committee and General Management for approval. Likewise, it shall be responsible for monitoring compliance with this Policy.

Global Internal Audit Department: Evaluate the controls designed in this Policy, in accordance with the annual internal audit plan.

Administration Council and Audit Committee: Comply with the guidelines established by this Policy regarding operations with related Parties, in order to acquire the use or enjoyment of Grupo Bimbo goods; therefore, for the achievement of Grupo Bimbo's objectives and to confirm that the transactions are at market prices, they are entitled to request reports, studies, analyses, or information from Grupo Bimbo's relevant managers, as well as from any of the related Parties.

Audit Committee: Monitor and in general comply with this Policy, and for that reason it will be entitled to carry out any investigation into the operations and books of the Group, either through the Global Audit Department, the Global Legal and Compliance Department, Grupo Bimbo's external auditors, or in any other way it deems convenient. If it detects any breach to the terms of this Policy, it may determine the execution of corrective actions, the termination of any operation, legal actions, as well as the disciplinary measures it deems appropriate to the employees of the Group who fail to comply, ranging from an admonition to justified dismissal, as well as the exercise of civil or criminal actions.

Global Procurement Department: Validate that transactions with related parties are carried out at market prices and report such transactions to the Global Controllership Department.

5. General Guidelines

a) Operations with related Parties.

In order to comply with this Policy, when the CEO and relevant managers of Grupo Bimbo need to enter into an operation with related Parties, they must:

- Ensure that they are carried out at market prices and are properly documented and approved by the Board of Directors or the Audit Committee of Grupo Bimbo.
- Send to the secretary of the Audit Committee, with a copy to the Global Controllershship Department, information regarding the terms under which the transaction is intended to be held, as well as information from the related party, for discussion purposes and, if applicable, for authorization or an opinion from the Committee, depending on the relevance of the transaction; in the case of an opinion, it must then be authorized by the Board of Directors.

b) Transactions with related Parties in order to acquire the use or enjoyment of Grupo Bimbo goods

Any good or service rendering that is owned by, or for the benefit of Grupo Bimbo, may be used or enjoyed by any related party, in accordance with the following:

- Directors of Grupo Bimbo must send to the secretary of the Audit Committee, with a copy to the Global Controllershship Department, information about the terms under which they intend to execute the transaction, as well as information regarding the related party.
- If the information in the previous point is clear and sufficient, the Audit Committee should recommend to the officers involved regarding the specific conditions of the transaction, otherwise, it will reject the authorization to enter the transaction.
- The Board of Directors and/or the Audit Committee must authorize in writing the use or enjoyment of Grupo Bimbo's assets or the obtention of any service, provided they are made for a compensation at market prices or free of charge to a related party, prior authorization from the Audit Committee and in accordance with Grupo Bimbo's Code of Ethics or Mission, as follows;
 - The Board of Directors must approve, prior favorable opinion of the Audit Committee, copying the Global Controllershship Department, transactions exceeding 5% (five percent) of Grupo Bimbo's consolidated assets and which are within the purposes or strategies of the company, when they are for the benefit of a related party or a third party ("exemption").
 - The Audit Committee shall approve the abovementioned exemptions, provided they are below 5% (five percent) of Grupo Bimbo's consolidated assets.

c) Exemptions

When related Parties have a business opportunity, they will be bound by the following:

- Declare such situation to the Company's Audit Committee, with a copy to the Global Controllershship Department, at least 30 (thirty) calendar days in advance, and
- Provide all the necessary support to evaluate the business opportunity.

The Audit Committee shall evaluate the operation in question and determine whether if it is the responsibility of the Board of Directors or of the Committee itself to review and approve it, for which the support of the Company's management and external advisors shall be made available, in order to evaluate the business opportunity that the related party intends to take advantage of.

Any exemption granted by the Board of Directors and/or the Audit Committee must be granted in writing, with copy to the Global Controllershship Department, and the documents containing its decision must be kept for a period of between 15 and 30 calendar days.

6. Responsibility / Ownership

The Global Legal and Compliance Department is the assigned owner of this Policy and is primarily responsible for its content and updating, as well as for submitting it for approval before the Global Internal Control and Risk Management Department, the Executive Committee and General Management. The Departments mentioned in section 4 above shall be responsible for monitoring its compliance.

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	July 2017		Luis Miguel Briola Clément VP Global Counsel	
2	November 2023	Leticia Aguirre Jofre Global Legal Advisor	Luis Miguel Briola Clément VP Global Counsel	<ul style="list-style-type: none"> The following definitions are added: Controlling Shareholders of Grupo Bimbo, Control, Power of Command, and Significant Influence; the fourth section of responsibilities, incorporating the Global Internal Audit Management and the Global Purchases Department or Functional Directorates, as well as detailing their responsibility with respect to monitoring compliance with this Policy. Operations with related parties for them to obtain the use or enjoyment of Grupo Bimbo's assets and the activities corresponding to Exemptions were updated.