

**Offense Prevention Policy (Law N°20.393)**

**AntarChile S.A.**

**July 2019**

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## **1. Aim**

The aim of this document is to establish the guidelines underpinning the adoption, implementation and operation of the Offense Prevention Model of AntarChile S.A., pursuant to what is set forth in Law N°20.393 on the Criminal Liability of Corporations.

## **2. Scope**

The scope of this Policy and the Offense Prevention Model (OPM) only applies to AntarChile S.A.

The scope of the Offense Prevention Policy and the related Offense Prevention Model is corporate, i.e., it includes Directors, Senior Officers, Representatives, Employees, Contractors and Consultants of AntarChile S.A.

## **3. Principles and Guidelines of the Prevention Model**

- 3.1 AntarChile S.A. will continue to permanently strive to maintain a suitable organizational, management and supervision model for the prevention of those offenses set forth in Law N°20.393 on the Criminal Liability of Corporations, called the “Offense Prevention Model” of AntarChile S.A., by means of which it shall promote the prevention of the offenses mentioned in article one of such law. These offenses are outlined in section N°5 of this document.
- 3.2 A professional who has the title of Person in Charge of Offense Prevention shall be in charge of the application and control of the regulations established in the Offense Prevention Model of AntarChile S.A.
- 3.3 The Person in Charge of Offense Prevention is appointed by the Board of Directors of AntarChile S.A., with a duration of up to three years in his duties, and his position may be extended for periods of equal duration.
- 3.4 The Board, Management and the Person in Charge of Offense Prevention of AntarChile S.A. shall be jointly accountable for adopting, implementing, managing, updating and overseeing the Offense Prevention Model.
- 3.5 The Board shall provide the Person in Charge of Offense Prevention with the means and powers to undertake his functions and activities, which include the resources and means to perform his work appropriately.
- 3.6 The Person in Charge of Offense Prevention shall have access to information concerning his area of action in AntarChile S.A., he shall have direct access to the Company Management, and shall have a duty of informing the Board on the management of the Offense Prevention Model at least twice a year and/or when circumstances so warrant.

- 3.7 The Code of Ethics of AntarChile S.A. sets out the ethical standards for the development of commercial and operational activities, fostering an environment of transparency and fair competition by means of the values and principles established by the organization.
- 3.8 The Person in Charge of Offense Prevention shall disseminate and inform the entire organization of the Offense Prevention Model, the roles and responsibilities arising from this and the penalties for non-compliance.
- 3.9 AntarChile S.A. shall make sure there is compliance with all the applicable laws, regulations and procedures regarding the offenses indicated in Law N°20.393.
- 3.10 The Offense Prevention Model shall be updated when there are material changes in the business conditions or in Law N°20.393, for which the Person in Charge of Offense Prevention shall be accountable.
- 3.11 The Offense Prevention Model may be certified when the Company deems fit, pursuant to what is laid down in article 4, number 4, letter b, of Law N°20.393.

#### **4. Roles and Responsibilities**

##### **4.1. Board of Directors**

- Approve the offense prevention policy.
- Appoint the Person in Charge of Offense Prevention and/or remove him from his position, pursuant to what is laid down in Law N°20.393. The Board of AntarChile S.A. may confirm and extend such appointment every three years.
- Provide the means and resources needed so the Person in Charge of Offense Prevention can fulfill his roles and responsibilities.
- Safeguard the correct implementation and effective operation of the Offense Prevention Model.
- At least every six months, receive and assess the management and operation reports of the Offense Prevention Model generated by the Person in Charge of Offense Prevention.
- Receive each year the administrative management report drawn up by the Person in Charge of Offense Prevention and approve the planning for the next period.

##### **4.2. General Management**

- Approve the offense prevention procedure.

- Support the Person in Charge of Offense Prevention, assuring his unrestricted access to information and people, and regarding the coordination of the activities inherent to the Offense Prevention Model in those areas required.
- Help to disseminate the Offense Prevention Model throughout the organization, generating the necessary dissemination and commitment proceedings to attain effective communication of the policies and procedures.
- Inform the Person in Charge of Offense Prevention of any situation observed regarding breach of Law N°20.393 and regarding the Offense Prevention Model.

#### **4.3. Person in Charge of Offense Prevention**

- Carry out the role in accordance with the powers defined for the position by the Board of AntarChile S.A., as set forth in Law N°20.393.
- Determine, jointly with the management of AntarChile S.A., the means and resources needed to be able to fulfill his role and responsibilities.
- Train the employees of AntarChile S.A. on issues covered by the scope of Law N°20.393.
- Safeguard the correct establishment and operation of the Offense Prevention Model developed and put in place by AntarChile S.A.
- Report to the Ethics Committee when the circumstances so warrant.
- At least half yearly and/or when needed, report to the Board of AntarChile S.A.
- Establish and comply with the Offense Prevention Model policy and procedures, and suggest, draw up and implement any other policy and/or procedure he deems necessary to complement the current Offense Prevention Model.
- Make sure the Company's internal processes and activities have effective offense risk prevention controls and keep a log of compliance with and execution of these controls.
- Permanently assess the efficiency and validity of the Offense Prevention Model adopted and its compliance with other laws and regulations, informing the Board of Directors of the need and advisability of its modification.
- Find out about and analyze any unusual or suspicious operation reported, raising the case in the Ethics Committee and/or board, if applicable, as indicated in the current whistleblowing procedure.

- For those cases for which he deems it necessary to exercise his functions, request all the information and contracts that AntarChile S.A. enters into, especially with state-owned companies, and generally all the public services created by law; companies, public or private firms in which the State or its centralized or decentralized companies or institutions have majority capital investment or representation or participation in the same proportion or conditions to safeguard compliance with Law N°20.393, the regularity of these operations, and eventually enforce the liabilities when he confirms a breach of this law or any of the offenses he is trying to prevent have been committed.
- Document and keep evidence of offense prevention activities.
- Widely collaborate in the Offense Prevention Model certification process.
- Follow up on the recommendations or instructions which arise from the certification process or regulatory bodies.
- Make sure the Offense Prevention Policy and procedure is updated in accordance with regulatory changes and the business environment of AntarChile S.A.
- If applicable, participate in lawsuits, charges or legal proceedings that AntarChile S.A. decides to file in regard to the offenses laid down in Law N°20.393, and provide all the information he has or of which he is aware due to his job position.
- Undertake special tasks that the Board of AntarChile S.A. entrusts him regarding matters of his responsibility.

The responsibilities and functions established above shall apply to the person designated as a replacement when, in the absence of the Person in Charge of Offense Prevention or any other circumstance that warrants it, he performs the duties of the Person in Charge of Offense Prevention. Such replacement shall be proposed by the Person in Charge of Offense Prevention and be appointed by the Board of Directors of AntarChile S.A.

#### **4.4. Offense Prevention Model Support Areas**

The following are the Offence Prevention Model support areas:

- Legal advisors
- Finance and Administration management
- Ethics Committee
- Internal Audit and Risk

The controls that each support area is accountable for are outlined in the document "Offense Prevention Procedure."

#### 4.5. **Obligations of all Employees, Consultants and Third Parties**

- Comply with what is set out in this Policy, and in all the internal regulations related to the Offense Prevention Model of AntarChile S.A.
- Report, through defined channels, situations that might breach what is set forth herein.

### 5. **Definitions**

**Code of Ethics:** Guiding document for all employees, irrespective of their hierarchical position. It fosters conduct based on total rectitude and honesty in each one of their actions.

**Offenses:** the wrongful acts set forth in Law N°20.393 are:

- **Bribery of a national or foreign public official:**

Bribery shall be understood as offering, accepting to give or providing an economic benefit to a public employee to his or her benefit or that of a third party for them to undertake wrongful actions or omissions in the exercise of their functions. The mere fact of offering, accepting to give or providing an economic benefit to a public employee is also penalized, and not necessarily receiving consideration by such public employee.

(Definition according to the Criminal Code, articles 250 and 251 bis).

- **Money Laundering:**

Money laundering is considered to be any act to conceal or cover up the illegal origin of certain goods knowing they are directly or indirectly from the perpetration of acts constituting offenses, such as: the illegal trafficking of narcotics and psychotropic substances (drugs), terrorist acts, arms trafficking and organizations with criminal purposes (child prostitution, kidnapping, human trafficking, etc.).

Furthermore, money laundering is any act used to acquire, possess, have or use the mentioned goods with the intention of gaining a profit when on receiving them the recipient is aware of their illegal origin. In other words, money laundering is any act or omission whose aim is to hide or cover up the nature, location, origin, ownership or control of money or other goods obtained illegally.

This is a complex and dynamic process by means of which such money of illegal origin enters a company or the economy of a country under the guise of legality.

(Article 27 of Law N°19.913).

- **Financing of terrorism:**

This offense is committed by any person, who by any means requests, receives or provides funding with the aim of it being used to commit any type of terrorist offense, like for example seizing or attacking a means of public transportation in service, attacking the Head of State and other civil, military, police or religious authorities, placing, sending, activating, throwing, detonating or firing bombs or explosive or incendiary devices of any kind, weapons or devices of large destructive power or

toxic, corrosive or infectious effects, associating with the aim of committing terrorist offenses, among others.  
(Article 8 of Law N°18.314).

- Receipt of stolen goods:

This offense is committed by a person who, knowing their origin or not, has for any reason stolen or robbed goods or which are subject to cattle theft, transports, buys, sells, transforms or markets them in any way.

The offense is aggravated by the fact that the stolen goods are motor vehicles or items that are part of the supply networks of public or household utilities, such as electricity, gas, water, sewerage, rainwater collectors or telephony.

(Definition according to the Criminal Code, article 456 bis A).

- Inappropriate business dealings:

This is an offense that can be committed in companies by directors or managers or someone else who has power of attorney delegated by them, in which they are directly or indirectly part of some business, act, contract, operation or arrangement to get some kind of personal benefit or for a related person.

(Definition according to the Criminal Code, article 240).

- Corruption among private individuals:

When the company needs a good or service:

Request or accept to receive an economic benefit or of another kind for oneself or a related person on behalf of a third party to favor or for having favored based on the person's functions the hiring of this supplier rather than another.

(Definition according to the Criminal Code, article 287 bis).

When the company offers a good or service:

Give, offer or accept to give an economic benefit or of another kind to an official or employee of another company so that person favors or has favored the hiring of the company where he or she works rather than another company.

(Definition according to the Criminal Code, article 287 ter).

- Misappropriation:

To appropriate money or chattels of another person or company, which are held by the company in which the person works and which must be returned.

(Definition according to the Criminal Code, article 470 N°1).

- Improper management:

To harm the company's equity for having abusively exercised the faculties of disposing of its equity, or executing or omitting any act manifestly contrary to the interest of the company's equity.

(Definition according to the Criminal Code, article 470 N°11).

- Water contamination:

This offense is committed when a person introduces or has introduced chemical, biological or physical contaminating agents into the sea, rivers, lakes or any other waterbody, which cause damage to the hydrobiological resources.

(Article 136 of the Fisheries Law).

- **Product closed season:**  
This offense arises with the processing, transformation, transport, marketing and storage of hydrobiological resources in a closed season, along with the processing, marketing and storage of byproducts of these.  
(Article 139 of the Fisheries Law).
- **Illegal extraction of benthic resources in management areas:**  
This occurs when extractive activities are undertaken in management and harvesting areas of seabed (benthic) resources that are exclusive to non-industrial fishermen, without holding the corresponding rights.  
(Article 139 bis of the Fisheries Law).
- **Not accrediting the legal origin of scarce hydrobiological resources:**  
This concerns the offense of marketing, processing, elaborating or storing hydrobiological resources or their byproducts whose legal origin is not accredited, and which correspond to resources in a collapsed or overexploited status.  
(Article 139 ter of the Fisheries Law).
- Any new offense that is added to Law N°20.393.

**Penalty:** the consequence or effect of committing an infringement related to noncompliance of the Offense Prevention Model or any of its related controls.

**Third parties:** any person or company that facilitates or provides any kind of professional or support services to the company.

## 6. Approval and Modifications

This document was approved by the company board in a board meeting held on July 5, 2019.

## 7. Validity

This document shall be valid as of the date mentioned and shall have indefinite duration unless the company board reaches a decision otherwise about it.

## 8. Disclosure Mechanisms

The full and updated text of this policy shall be kept available for interested parties on the company website ([www.antarchile.cl](http://www.antarchile.cl)).