



PLAN FOR THE PREVENTION OF RISKS OF CORRUPTION AND RELATED INFRACTIONS

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1. Legal Framework

With the aim of promoting anti-corruption policies, Decree-Law No. 109-E/2021 of December 9 established the general framework for the prevention of corruption (“GFPC”), which applies to legal entities headquartered in Portugal with 50 or more employees, as well as to branches in the national territory of foreign legal entities that employ 50 or more workers.

Within the GFPC, covered entities are required to adopt and implement a Plan for the Prevention of Risks of Corruption and Related Infractions (“Plan”) that encompasses the entire organization and its activities, identifies, analyzes, and classifies risks and situations that could expose them to acts of corruption and related infractions, and contains preventive and corrective measures to reduce the likelihood and impact of identified risks and situations.

For the purposes of the GFPC, corruption and related infractions shall be understood as the crimes of corruption, undue receipt and offering of advantages, embezzlement, economic participation in business, extortion, abuse of power, malfeasance, influence peddling, money laundering, or fraud in obtaining or diverting subsidies, grants, or credit, as defined in the Portuguese Penal Code.

This Plan is therefore intended to fulfill the obligations set forth in Article 6 of the GFPC, but also to further promote the values of the BA Group —Humbleness, Ambition, Rigor, and Transparency — which should guide the conduct of all employees, as well as its guiding principles, notably the independence and impartiality with which all employees must act, refraining from situations of potential or actual conflict of interest.

This Plan aims to identify, assess, and mitigate the risks of corruption and related infractions that may affect BA Group. Its implementation aims to ensure integrity, transparency, and accountability in all activities, promoting an ethical organizational culture, and should be considered applicable to all companies within BA Group.

2. About BA and its Organizational Structure

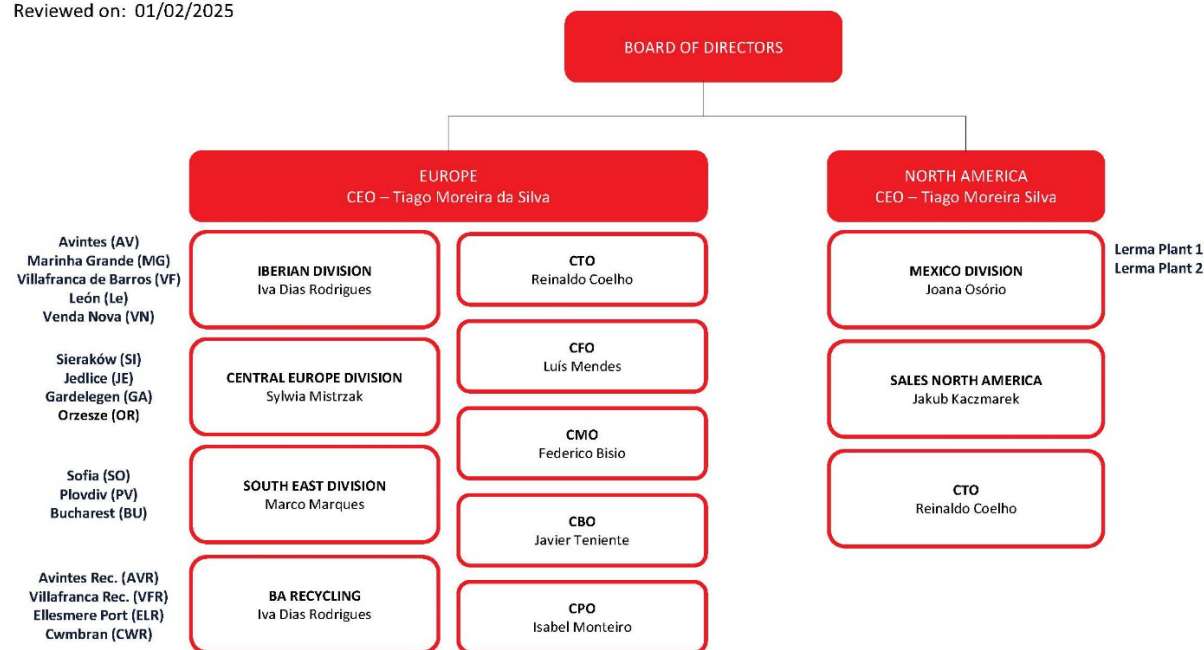
BA Group is a multinational group whose operations began in Portugal in 1912 and currently focus on the production of glass packaging - bottles and jars - as well as glass recycling.

The Group operates in Europe and America, with glass packaging and glass recycling plants located in Portugal, Spain, Germany, Poland, Bulgaria, Romania, the United Kingdom, and Mexico, and sells to over 70 countries worldwide.

The main governance bodies are the Board of Directors of BA Glass I – Serviços de Gestão e Investimentos, S.A. and the Executive Board, from which the Group operates according to the following organizational structure:

Organization Charts

BA GROUP MACRO-STRUCTURE
Reviewed on: 01/02/2025



3. Identification, analysis and classification of risk activity areas

For the purposes of analyzing and classifying potential corruption risks associated with the different activity areas of BA, a risk matrix was used. This matrix combines the probability of occurrence of risk situations with the expected impact of those situations, resulting in a risk level that follows a scale of five levels (very low, low, moderate, high, and very high).

Risk Matrix

Risk Level		Probability of Occurrence		
		High	Medium	Low
Expected impact	High	Very high	High	Moderate
	Medium	High	Moderate	Low
	Low	Moderate	Low	Very low

The table below results from the identification, analysis, and assessment of BA's activities that could potentially lead to situations involving the risk of corrupt practices. It also includes the preventive and corrective measures that have been identified as relevant for reducing and preventing the likelihood of such situations occurring and their potential impact.

Activity Areas	Potential Risks	Assessment			Preventive and Corrective Measures
		Probability of Occurrence	Expected Impact	Risk level	
PURCHASING					
Supplier contracting	Hiring or subcontracting third parties: (i) with a poor image, reputation, or integrity; (ii) associated with investigations and/or adverse court decisions related to corruption crimes or related offenses; (iii) subject to sanctions imposed by the European Union, United Nations or the government of a country where the third party operates; and/or (iv) whose shareholders, directors, beneficial owners, and key participants in the relationship are Politically Exposed Persons (PEPs) or are associated with investigations, adverse court decisions, and/or included on sanctions lists	Low	Medium	Low	Specific procedures for supplier approval; Mandatory acceptance of BA’s code of conduct; Procedure that establishes risk analysis, assessment, and audit (if applicable) annually or every two years, based on the impact that the supplier may have on BA's final product, customer satisfaction, the environment, and the health and safety of workers and populations.
	Contracts/ subcontracts not approved or approved with an inappropriate level of delegation of authority	Medium	Medium	Moderate	Assessment and redesign of the entire purchase approval workflow.

	Setting prices and payment and/or supply conditions that are not reasonable and proportional to the services/products acquired	Low	Medium	Low	Control mechanism based on approval workflows with more than one level.
	Execution of contracts with ambiguous terms regarding payment conditions and/or with an unclear contractual purpose	Low	Medium	Low	Contracts submitted by the Purchasing department are reviewed by the Legal department; Contracts are approved and signed by the Executive Committee members responsible for the area; A performance indicator related to payment terms is included in the objectives contracts for the Purchasing team.
	Inconsistencies or failures in complying with established procurement procedures for goods and services, arising from the decentralization of these processes across various areas of BA's organizational structure.	Medium	Medium	Moderate	A centralized Purchasing structure operates at the corporate level for segments with high volume and impact, such as raw materials, energy, packaging, molds, accessories and repairs, treatments, and lubricants. At a second level, purchases are centralized at the divisional level. Procurement is handled solely at the local level only as a last resort.
	Occurrence of bribery/corruption situations by entities that represent or act on behalf of BA.	Medium	Medium	Moderate	Review of approval flows and internal control mechanisms.

	Excessive renewal/extension of contract terms or execution of contract amendments without reviewing the negotiated terms and conditions	Medium	Medium	Moderate	Use of contract management platforms with alerts for contracts approaching their termination date; Review of contracts and renewals by the Legal department; Contracts are approved and signed by members of the Executive Board responsible for the area.
	Receiving bribes or undue advantages for the selection, contracting, and/or favoring of one supplier over another	Medium	Medium	Moderate	Compliance with the Code of Ethics; Existence of a whistleblower channel.
Records of purchase orders	Acquisition of goods that do not arise from actual organizational needs for benefits unrelated to the organization	Low	Low	Very Low	Assessment and redesign of the entire purchase approval workflow. Training of those responsible for general warehouses. Audits carried out by BA's internal control.
	Splitting purchases/expenses in order not to exceed the approval limits set for purchases or the delegated authority levels for approval	Medium	Medium	Moderate	Assessment and redesign of the entire purchase approval workflow. Use of metrics for monitoring, such as the number of purchase requests made by each user; the number of requests made to a particular supplier.

FINANCE					
Classification, posting, and recording of invoices and other documents from suppliers and customers	Diversion of funds due to the recording of invoices (i) without contractual framework, (ii) without supporting documentation, (iii) without evidence of delivery/provision of goods/services, (iv) without approval and/or (v) inconsistent with contracts and/or purchase orders without apparent justification	Medium	Medium	Moderate	The purchase of goods and services is only possible after a Purchase Order is created in the system, with the process having been previously reviewed and approved. It is the responsibility of the Warehouse to only allow trucks to enter BA's premises if they present a correct and valid delivery note. The entry of material cannot be recorded without a purchase order having been created in the system, nor can it exceed the available value of the order in the system. Automatic system control prevents the recording of goods/services above the contracted/requested value. There is a workflow for invoice approval in case of price discrepancies or missing receipt of goods and services in SAP. Exceptions must follow an approval process before being recorded in accounting.
	Issuance of credit notes and execution of refunds or write-offs without proper justification to obtain benefits unrelated to the organization	Low	Low	Very low	Existence of an approval workflow for Credit Notes and write-offs.

	Improper submission of invoices from suppliers or subcontractors for payment, to obtain benefits unrelated to BA	Medium	Medium	Moderate	The purchase of goods and services is only possible after the creation of a Purchase Request in the system, which is previously reviewed and approved. Automatic system controls do not allow the recording of goods/services above the contracted/requested amount. Existence of an invoice approval workflow in cases of price discrepancies or lack of entry of goods and services in SAP. The system automatically blocks the payment of certain invoices for three different reasons: unconfirmed master data, unbalanced accounts, or other various errors.
	Use of generic or ambiguous accounting categories to record costs not aligned with the company's activities.	Low	Low	Very low	The cost center structure is divided by business unit directors at various levels of responsibility. Monthly analytical review of accounting items and comparisons with the budget, previous periods, and corresponding periods from prior years are performed.
Drafting of financial reports, preparation of financial statements and consolidation	Manipulation of financial statements to obtain benefits unrelated to BA	Low	Low	Very low	Monthly analytical review of accounting entries and performing comparisons against the budget, previous periods, and corresponding periods from prior years.

Bank reconciliations	Manipulation of bank reconciliations to obtain benefits unrelated to BA	Low	Low	Very low	Review and approval of bank reconciliations by a person different from the one who performed the task.
Registration of third-party entities in master databases	Creation of fictitious or duplicate third-party entities	Low	Low	Very low	Validation of information for new customers and suppliers by an independent team. Use of external sources to confirm the data of new customers and suppliers.
	Use, disclosure, and/or manipulation of information of third-party entities registered in the IT system	Low	Low	Very low	Validation of information changes for customers and suppliers by an independent team.
Validation and reimbursement of employee expenses	Approval of expenses incurred by employees that are undocumented, not related to the activities of the business area, and/or whose amounts are not appropriate given the nature of the expense.	Medium	Medium	Moderate	Submission of expenses is subject to an approval process by a hierarchical superior, based on supporting documentation. Compliance with the policy for submitting, approving, and reimbursing employee expenses. Existence of approval workflows for expense authorizations defined within the system.
Opening and closing of bank accounts	Improper diversion of funds by employees with the authority to manage bank accounts.	Low	Low	Very low	Requirement of at least two signatures for the opening of bank accounts and execution of payments. Existence of an approval matrix with rules according to transaction amounts. Annual bank confirmation procedures are carried out. Formalization and execution of procedures for opening and closing bank accounts.

Management of payments and receipts	Misappropriation of funds to obtain or grant illicit advantage	Medium	Medium	Moderate	Compliance with information security policy. Implementation of audit mechanisms that allow for periodic review of system access.
INVESTMENTS					
Supplier contracting	Contracts not approved or approved with the wrong level of delegation of authority	Medium	Medium	Moderate	Contracts are subject to approval procedures at various hierarchical levels.
	Execution of contracts with ambiguous terms regarding payment conditions and/or with a broad or unclear contractual purpose.	Low	High	Moderate	Contracts related to investments are reviewed by the Legal Department and approved and signed by the member of the Executive Committee responsible for the area.
PRODUCTION AND QUALITY					
Production	Manipulation of production and quality control results to meet certain standards or objectives	Low	Low	Very low	Automatic control systems; Implementation of internal and external audits; Implementation of integrated quality certification systems; Continuous training; Definition of responsibilities and functions.

Quality	Acceptance of products that do not meet certain required standards	Low	Medium	Low	Automatic control systems; Implementation of internal and external process audits; Implementation of integrated quality certification systems; Continuous training; Definition of responsibilities and functions; Clear definition of quality criteria; Effective identification of non-conforming products.
HUMAN RESOURCES					
Recruitment and selection	Accumulation by employees of functions and/or other situations that may give rise to conflicts of interest.	Low	Medium	Low	Provision and signing of the Code of Ethics by the selected candidate; Signing of a declaration of commitment confirming the absence of any conflict of interest by the selected candidate.
	Undue favoring or disadvantaging of candidates	Low	Low	Very low	The selection of the candidate is carried out at two levels (Human Resources and the user department) and approved by the Executive Committee.
Payroll Processing	Manipulation of information related to employee payroll processing, resulting in potential improper payments	Low	Medium	Low	The transfer of payments is subject to monthly approval by two members of the Executive Board.
INFORMATION TECHNOLOGIES					
Remote access to the company's network	Unauthorized access to the network by individuals without permission	Low	High	Moderate	MFA – Implementation of multi-factor authentication (MFA) for access to critical production and management systems, ensuring that only authorized personnel can access sensitive information.

Management and assignment of access to IT systems	Incorrect configuration of employee access rights in relation to their assigned roles	Low	High	Moderate	Compliance with information security policy. Implementation of auditing mechanisms that allow periodic review of system access.
Management of IT access, particularly with regard to ensuring the confidentiality of passwords and access to systems containing confidential information	Use of privileged information for personal gain or for the benefit of a third party	Low	High	Moderate	Implementation of rules regarding the periodic changing of passwords.
Use or disclosure of privileged and/or confidential information for personal benefit and/or that of a third party	Use of privileged information for personal gain or for the benefit of a third party	Low	High	Moderate	Compliance with the Code of Ethics.

Omission, manipulation, or alteration of information with the intent to influence decisions	Use of privileged information for personal benefit or for the benefit of a third party	Low	High	Moderate	Compliance with the Code of Ethics.
SALES					
Customers recruitment	Lack of independence in the decision to pursue commercial projects with customers who are related parties or whose projects are of personal interest.	Medium	Low	Low	All potential customers are assessed from a strategic perspective by the country sales manager. The profitability of a potential customer is evaluated by the pricing team, which operates independently and does not report to the country' sales manager.
	Establishing business relationships with customers: (i) with poor image, reputation, and integrity; (ii) associated with investigations and/or adverse judicial decisions related to corruption crimes or related offenses; (iii) subject to sanctions imposed by the EU, UN, or the government of a country where the third party operates; and/or (iv) whose shareholders, directors, beneficial owners, and key parties to the relationship are Politically Exposed Persons (PEP), or are associated with investigations, adverse judicial decisions and/or included in sanction lists.	Low	Low	Very low	Before the first sale to a customer is formalized, the finance team conducts a comprehensive risk assessment, evaluating the customer's financial condition and any associated processes.

Negotiation of terms and prices with customers	Granting excessive or unjustified discounts to customers in exchange for benefits unrelated to BA	Low	Medium	Low	All financial discounts are reviewed by the country's sales manager as well as by the pricing team (which does not report to the sales manager) before being finalized with the customer. Monthly, the pricing team conducts an analysis of realized profitability, monitoring all variations compared to the budgeted figures.
	Negotiation and awarding of commercial proposals with customers that are unfavorable and/or directly cause losses to the company in exchange for benefits unrelated to BA	Low	Medium	Low	All proposals are reviewed by the country sales manager and also by the pricing team (which does not report to the sales manager) before being formalized with the customer. Each month, the pricing team conducts an analysis of realized profitability, monitoring all deviations from the budgeted figures.
Contracts with customers	Execution of contracts with ambiguous payment terms	Low	Medium	Low	All payment terms are first reviewed by the country sales manager and subsequently by the finance team.

4. General control measures and mechanisms

In addition to the control mechanisms and specific preventive and corrective measures for each of the above-mentioned areas of BA's activity, general measures to control and prevent acts of corruption and related offenses, across all areas of activity and at all hierarchical levels, particularly for members of the management bodies, should be considered, namely the following:

- **Code of Ethics**

The BA Code of Ethics establishes the guiding values and principles that all its employees must follow, reinforcing its commitment to the highest ethical standards and reminding everyone that not only the principles of quality management, environment, safety, and food safety are fundamental in carrying out its activities, but also a policy of social responsibility, which includes the prevention of corruption.

In this context, the following guiding principles established in the Code of Ethics are especially relevant:

- Responsibility

All employees must act with strict adherence to the limits of the responsibilities assigned to them. Employees should exercise any delegated authority thoughtfully and without abuse, always considering the interests of the company and the achievement of defined objectives.

- Confidentiality and Secrecy

All employees are subject to professional secrecy, exercising reserve and discretion with regard to facts that come to their knowledge in the course of their duties, respecting the rules established regarding the confidentiality of information.

➤ Conflict of Interest

Employees must act independently, impartially, and loyally to BA, setting aside their own interests or those of others. They must therefore refrain from intervening in or influencing decisions that may affect people with whom they are or have been related by kinship or affinity, or entities with which they collaborate or have collaborated. Any situations of potential or actual conflict of interest must be reported to the immediate superior.

Employees must also refrain from performing duties in companies outside the Group whenever such activities interfere with the fulfillment of their duties or with the objectives and activities of the Group companies. In order to ensure impartiality and fairness, BA does not allow employees with direct or equivalent family relationships to perform their professional activities in a direct hierarchical or functional relationship.

➤ Condemnation of corruption and bribery

All forms of corruption, whether active or passive, whether through acts or omissions or through the creation and maintenance of favorable or irregular situations, are condemned and prohibited.

Any attempt to entice or influence, through monetary or any other type of contribution, any type of organization, anywhere in the world, is condemned and prohibited.

Offers to third parties should not be made on a personal basis, but on behalf of the company and in accordance with its established rules and procedures. Offers from third parties must be reported to a superior and should be refused if the monetary value is high, clearly disproportionate to customs and practices, and/or indicative of less than clear intentions on the part of the offerors.

➤ Private transactions carried out by employees

BA employees must refrain from negotiating any contracts or transactions for themselves under conditions that differ from normal market conditions with entities with which the BA Group has a relationship, particularly in the negotiation of loans, obtaining discounts, and negotiating payment terms.

➤ Transparency

BA employees must disclose any information relating to the company whose disclosure could influence its economic, environmental, or social situation.

BA's Code of Ethics also establishes rules regarding **Relationships with Stakeholders**:

a) Relationship with Customers and Suppliers

BA and its Employees shall actively promote the content and observance of BA's safety regulations and practices to its customers and suppliers.

In the relationship with customers and suppliers, BA and its Employees shall guide their behaviour according to principles of professionalism, rectitude and courteousness, and with respect to customers and suppliers' rights and sensitivities.

The information given to customers regarding products/services/prices shall be rendered in a clear manner, so as to allow their free and reflected analysis, and ensure effective customer service.

BA shall comply with all commitments entered with suppliers and demand reciprocal treatment. All contracts shall be worded in a clear and unambiguous manner and without any relevant omissions.

BA shall not maintain any relationship with suppliers that are not aligned with BA Groups' principles and values, and shall actively promote this policy with its Employees, undertaking to adopt the necessary measures if and when ethically reproachable behaviour is found to exist.

It is BA Group's intention to work only with partners that respect the rules of good conduct in their commercial relationships, including with their employees and local communities, by subscribing and observing the "Code of Conduct for Suppliers and Sub-suppliers".

b) Relationship with Shareholders

The creation of value for shareholders is an essential purpose and arises from excellence in performance and a sustainable business path, balancing with economic, social and environmental concerns. BA undertakes to respect the principle of equal treatment of its shareholders, as well as the principles of relevancy and materiality of information disclosed which shall be true, accurate and transparent.

c) Relationship with Supervisory Authorities

BA shall co-operate with supervisory and inspection authorities, satisfying requests made by the latter, and refrain from adopting any behaviour that can hinder the performance of their duties.

d) Relationship with Competitors

BA and its Employees shall respect market rules and criteria, by promoting fair and healthy competition, complying with anti-trust legislation, and respecting intellectual property rights.

e) Relationship with the Media

Information provided to the media shall be rendered by a BA representative or someone duly authorised for such purpose. The provided Information shall be true, accurate and transparent, in accordance to BA Group's values, and considering the context in which the information is produced.

- **Code of Conduct for Suppliers**

In the context of its commitment to social responsibility policies, the Code of Conduct for Suppliers and Subcontractors governs the behavior to be observed by suppliers and subcontractors with whom BA has a relationship in the course of its business.

The Code of Conduct establishes common conduct requirements, namely the prohibition of child labor and forced and compulsory labor and the prohibition of any type of discrimination, as well as the guarantee of a healthy and safe working environment and the promotion of equal opportunities.

Compliance with the rules set out in this code is therefore essential for the selection and approval of BA's suppliers of materials and services.

- **Whistleblowing Channel (“Speak up”)**

Considering the values that guide BA’s activities – Humbleness, Emotion, Ambition, Rigour and Transparency – and as a way to ensure the reporting of any irregularities (any unacceptable situation, act, or omission, whether intentional or seriously negligent), BA has established a reporting channel that should be used by any employee or person related to BA to report any irregular behavior they know about or suspect. This will make it possible to prevent and eliminate irregular practices carried out by any stakeholder, employee, customer, supplier, partner, or any other entity or person related to BA.

This reporting channel should be used to report any irregularities or suspected irregularities related to the following matters:

- Public Procurement
- Financial services, products and markets, and prevention of money laundering and terrorist financing
- Product safety and compliance
- Transport safety
- Environmental protection
- Radiation protection and nuclear safety
- Food safety for human and animal consumption, animal health and welfare
- Public health
- Consumer protection
- Privacy and personal data protection, and network and information systems security
- Acts or omissions contrary to and harmful to the financial interests of the European Union
- Acts or omissions contrary to internal market rules, including competition and state aid rules, as well as corporate tax rules
- Violent crime, especially violent, highly organized crime, and organized economic and financial crime
- Corruption, Bribery, Money laundering
- Undue Receipt or offer of an advantage
- Embezzlement
- Economic participation in business
- Extortion
- Abuse of power
- Prevarication
- Influence peddling

- Money laundering or fraud in obtaining or diverting a subsidy, grant or credit
- Any kind of discrimination, in any form and by any means
- Any kind of harassment, whether moral, physical, sexual, or any other possible kind
- Any breach of labor and/or human rights
- Any breach or violation of BA's Code of Conduct and/or Code of Ethics
- Fraud
- Conflict of Interest
- Any other behavior that might be legally or morally censured

5. Monitoring and promotion of the Plan for the Prevention of Risks of Corruption and Related Infractions

BA Legal Department will be responsible for implementing, monitoring, and reviewing the Plan for the Prevention of Risks of Corruption and Related Infractions.

Implementation of this Plan is subject to monitoring, namely through the preparation of assessment reports, which must quantify the degree of implementation of the preventive and corrective measures identified, as well as a forecast of their full implementation.

The Plan will be reviewed every three years, or whenever significant changes occur that justify its revision, namely significant changes in the organizational or corporate structure of BA Group.

The publication of this Plan and its respective reports will be ensured through their release on BA's intranet and official website.