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## **CORPORATE POLICY INTEGRATIONS, STRATEGIC ALLIANCES OR OTHERS**

Version	Description of changes	Approval	Effective Date
1.0	Initial Version	Miguel Ángel Peirano	January 2016
2.0	Specifies the definition of "Co-Branding Agreement" (see item 3)	Miguel Ángel Peirano	July 2022

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	CORPORATE POLICY	Version 2.0
INTEGRATIONS, STRATEGIC ALLIANCES OR OTHERS		Effective Date July 2022
		Pag: 2 of 6

## TABLE OF CONTENTS

1. Objective .....	3
2. Scope .....	3
3. Definitions .....	3
4. Compliance with local laws and regulations .....	4
5. Crime Prevention Model .....	4
6. Mergers and/or Acquisitions.....	4
7. Strategic Alliances, Joint-Ventures and/or Co-Branding Agreements .....	5
8. Responsibilities .....	6

	CORPORATE POLICY	Version 2.0
INTEGRATIONS, STRATEGIC ALLIANCES OR OTHERS		Effective Date July 2022
		Pag: 3 of 6

## 1. Objective

To establish the general guidelines regarding the activities and requirements necessary for Embotelladora Andina S.A. or its subsidiaries, hereinafter the Company, to carry out integration processes (mergers and acquisitions), strategic alliances or others.

## 2. Scope

This document applies to the Company's Directors, Officers, and employees for the processes of acquisition and/or integration of companies, strategic alliances, joint ventures, and co-branding agreements that the Company or its subsidiaries may enter into with third-party companies.

## 3. Definitions

The following definitions shall apply for the purposes of this policy:

**Merger:** A merger is the union of two or more legally independent entities with different owners who decide to combine their assets and form a new company. Absorption mergers occur when one of the merging companies absorbs the equity of the remaining companies.

**Acquisition:** An acquisition is the purchase by a legal entity of the controlling shares of another company with different owners, without the merging of their respective equities.

**Strategic Alliances:** Strategic alliances are partnerships in which two or more companies with different owners collaborate to achieve mutually beneficial objectives. In this line, companies can share resources, information, capabilities and risks to achieve these objectives in order to enter new markets, diversify their products, etc.

**Relevant Strategic Alliances:** Commercial agreements that generate a high-level strategic impact involving Embotelladora Andina S.A. and another company with different owners.

**Joint-Venture:** Agreement by which a group of legal entities make contributions of the most diverse kinds, which do not imply the loss of identity and individuality as a legal entity or company, for the realization of a common business, which may range from the creation of goods to the provision of services, to be developed during a limited period of time in order to obtain economic benefits. The purpose of a joint venture is to combine knowledge, skills and resources while sharing profits and risks.

**Co-Branding Agreement:** Association of two brands with different owners in order to enhance their value and profitability. This association is created by the product image or joint communication of the brands (for example: Jack Daniels + Coke), not by being displayed together at the point of sale via combos or activations.

	CORPORATE POLICY	Version 2.0
INTEGRATIONS, STRATEGIC ALLIANCES OR OTHERS		Effective Date July 2022
		Pag: 4 of 6

#### 4. Compliance with local laws and regulations

Companies with which mergers and/or acquisitions, strategic alliances, joint ventures and/or co-branding agreements are established must duly comply, in good faith, with all applicable legal, administrative and regulatory standards in the country, state, region or province where they conduct their operations.

#### 5. Crime Prevention Model

By virtue of its relationship with Public Entities, whether as a regulator or in any other capacity, Embotelladora Andina S.A. cooperates with the legitimate requests made by the authorities within a framework of transparency, integrity, efficiency and courtesy in accordance with national and international law.

As a general rule of the Company, established by the Company's Code of Ethics and Corporate Standard for Gifts and Hospitality, Directors, Officers and employees are prohibited from making payments or lavish gifts to public officials, when such gifts could be reasonably perceived as a form of obligation.

Law No. 20,393 on Criminal Liability of Legal Entities established the criminal liability of legal entities for money laundering, financing terrorism and bribery of domestic or foreign public officials. In compliance with its management and supervision duties, Embotelladora Andina S.A. has implemented a "Crime Prevention Model" (CPM). In light of the foregoing, the Company expressly prohibits any conduct that could result in criminal charges against Embotelladora Andina S.A. under Law No. 20,393 on Criminal Liability of Legal Entities for acts committed by Directors, Officers and employees, those performing management or supervisory duties as well as any collaborator of the company or external party representing the company. Included as well are the natural persons under the direct management and supervision of any of the aforementioned individuals, as well as any employee of the Company.

#### 6. Mergers and/or Acquisitions

The merger and/or acquisition of a company by Embotelladora Andina S.A. will be defined according to the established strategic guidelines.

The merger and/or acquisition processes will be led by a team consisting of the Chief Executive Officer, the Chief Strategic Planning Officer, the Chief Financial Officer and the Chief Legal Officer, who will conduct a legal, economic and financial analysis of the company, and will establish the guidelines to be followed. In the case of smaller mergers and/or acquisitions, they may be led by a team of managers from the respective operation.

This team will lead all merger and/or acquisition negotiations of a company on behalf of Embotelladora Andina S.A. or one of its subsidiaries, with the approval of the Board of Directors.

According to the achievement of the company's strategic objectives, the team will create a summary description of the target company to be acquired. In this line, they will conduct a preliminary analysis of the operation's purpose and strategic convenience for Embotelladora Andina S.A.'s operations.

Once the decision to acquire the target company has been approved, the Board of Directors of Embotelladora Andina S.A. will authorize the issuance and execution of the Memorandum of Understanding (MOU), or other documents related to the counterpart company. Subsequently, the Due Diligence process will begin with the target company, addressing legal, financial, tax, labor and business aspects, with the assistance of external advisors, in some cases. During the acquisition process, the Corporate Legal Management and/or the Legal Management of the operation will analyze the legal issues related to the business and issue a report with any legal comments and recommendations they deem necessary.

	CORPORATE POLICY	Version 2.0
INTEGRATIONS, STRATEGIC ALLIANCES OR OTHERS		Effective Date July 2022
		Pag: 5 of 6

During the Due Diligence and evaluation process, a review of the background of the target company, its main partners, owners and/or representatives will be conducted using lists associated with money laundering, financing of terrorism, fraud and/or historical negative databases (such as World Check, Compliance Tracker, Handel, among others). This document will be an integral part of the Due Diligence process. In the event that links to the target company are discovered in lists or databases, the Chief Executive Officer will notify the Board of Directors, who will evaluate the situation and determine the actions to be taken in the acquisition process.

Once the feasibility of the acquisition of a company has been determined, the Chief Executive Officer or the officer appointed by him will present the results of the evaluation of the target company to the Board of Directors of Embotelladora Andina S.A., who will decide whether or not to close the transaction, recording this decision in the corresponding Minutes of the Board of Directors.

Once the transaction of the acquisition of a company has been closed, the Corporate Legal Management and/or Legal Management of the operation shall ensure that the contract includes the clause of regulatory compliance with Law No. 20,393 of Criminal Liability of the Legal Entity.

## 7. Strategic Alliances, Joint-Ventures and/or Co-Branding Agreements

Any General Management of any of the operations, in order to comply with the strategic plan, will study commercial opportunities for strategic alliances, joint ventures and/or co-branding agreements. In the event that an opportunity is identified, it will first analyze the need to materialize any of these forms of association, by determining the technical requirements, the target market and the economic and financial conditions.

Once these factors have been determined, General Management will conduct an analysis of target companies with which the commercial agreement could be made.

Once the companies that could potentially participate in the commercial association have been selected, the General Management of the operation, or whichever area it determines, will request the background information from these companies. In this line, a review of the background of the target company, its main partners, owners and/or representatives will be conducted using lists associated with money laundering, financing of terrorism, fraud and/or historical negative databases (for example World Check, Compliance Tracker, Handel, among others). This document will be an integral part of the evaluation. In the event that links to the target company are discovered in lists or databases, the General Manager of the respective operation will notify the Chief Executive Officer, who will evaluate and determine the actions to be taken in the process of strategic alliance, Joint-Venture and/or Co-Branding Agreement.

The decision to pursue a trade agreement should consider:

- The business opportunity;
- The technical needs;
- The territorial scope or region of the agreement;
- The economic-financial conditions;
- The background of the co-contracting company.

If there are agreements or other relevant commercial operations, whether strategic alliances, Joint-Venture, Co-Branding agreements, they will be channeled by the Chief Strategic Planning Officer, who along with the Chief Executive Officer, Chief Financial Officer, and the Chief Legal Officer, will determine their convenience and

	CORPORATE POLICY	Version 2.0
INTEGRATIONS, STRATEGIC ALLIANCES OR OTHERS		Effective Date July 2022
		Pag: 6 of 6

conduct the aforementioned analyses and studies, which will be presented to the Board of Directors of Embotelladora Andina S.A., who will decide the convenience or not of such agreements, stipulating their decision in the corresponding Minutes of the Board of Directors of the company.

In the case of a traditional commercial operation, the General Management of the respective operation will give the final approval of the transaction.

The Legal area of each operation will review the legal background of the transaction, as well as the applicable legal framework, accordingly drafting the corresponding contract, i.e., whether it will be a strategic alliance, a Joint-Venture contract or a Co-Branding agreement. To safeguard Embotelladora Andina S.A.'s interests, the Corporate Legal Management may establish legal guidelines for each agreement, in certain instances, if necessary.

Once the commercial agreement is closed, the Corporate Legal Management and/or Legal Management of the operation shall ensure that the commercial agreement contains a clause requiring regulatory compliance with Law No. 20,393 on the Criminal Liability of Legal Entities.

## 8. Responsibilities

In the case of mergers and/or acquisitions relevant to this policy, the Chief Strategic Planning Officer will be responsible for ensuring its proper compliance (as described in item 6 of this document). In all other instances, the General Manager of the operation and/or whoever he/she appoints in each case will be responsible.

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