

## CODE OF BUSINESS CONDUCT AND ETHICS

### GOAL AND ACHIEVEMENT

The policies set forth in this Code of Conduct and Ethics apply to all **MASTER TRADE CONSTRUÇÕES E MONTAGENS** collaborators, without exception, including members of its corporate structure, managers and partners, as well as rules and other policies indicating duties and daily activities.

Along with the Code of Ethics, the legislation must be observed in all activities performed by collaborators (employees, partners, managers, representatives and attorneys). Any infraction must be reported to the company through regular communication channels.

The conduct of **MASTER TRADE CONSTRUÇÕES E MONTAGENS** collaborators should always be governed by transparency, honesty and integrity, thus reflecting the good faith and probity of the company.

### COMPANY RULES

The collaborators are not authorized to:

- 1- Relay proprietary information of **MASTER TRADE CONSTRUÇÕES E MONTAGENS** to any competitor or supplier that might jeopardize the success of the COMPANY's mission and its results;
- 2- Extend preferential treatment to clients and suppliers for personal or third party interests;
- 3- Utilize the position or function to establish technical or business relationships with companies in which the company employee has an interest or participation of any kind;
- 4- Utilize the position, function or business information of the company, its clients or suppliers in order to influence decisions that may appear self-serving;
- 5- Maintain customary private business relationships with existing or potential clients, suppliers or competitors; commercial relations are not condemnable, but must be complied with the standards of ethics and morality set forth in this Code.
- 6- Deliberately smear the reputation of other employees, clients or suppliers;
- 7- Whether in an attempt toward solidarity, become conniving or reckless with the misdeeds or misconduct of other collaborators regardless of their hierarchy status;
- 8- Allow attitudes – based on animosity or friendship – or practices of inappropriate conduct that might somehow interfere or harm routine interaction with co-workers regardless of their hierarchy status.

- 9- Offer, receive or demand any type of payment, benefit, premiums, gifts or personal favors of a non-promotional nature, which violates the provisions of this Code.
- 10- Furnish third parties with copies of company internal documents, as well as relay COMPANY information to the press without prior authorization from management;
- 11- Utilize, for any purpose, or otherwise inform third parties, through the media – including internet – information, technologies, domain and proprietary knowledge of **MASTER TRADE CONSTRUÇÕES E MONTAGENS**, without the express permission of its board;
- 12- Undertake any activity that violates the moral standard, honesty or dignity of an individual by linking his/her name to unethical or shady ventures;
- 13- Neglect, act recklessly or unjustifiably postpone the fulfillment of their functional duties, impacting efficiency of services;
- 14- Speak on behalf of **MASTER TRADE CONSTRUÇÕES E MONTAGENS** when not authorized or qualified to do so;
- 15- Engage in private activities that might interfere with the company workload;
- 16- Utilize equipment and other resources and assets from **MASTER TRADE CONSTRUÇÕES E MONTAGENS** for private, unauthorized purposes;
- 17- Hold a discriminatory attitude towards people - socially or professionally - based on color, gender, religion, ethnic or national origin, social class, sexual orientation, age or physical disability;
- 18- Receive salary or any compensation from other sources – in violation of the legislation – as well as benefits related to transportation expenses and lodging, or participation in events that may cast doubts about the honesty or integrity of the employee.
- 19- Disclose or make use of inside information, for own benefit or benefit of third parties, obtained as a result of the activities performed;
- 20- Practice damaging acts related to public administrations - both national and foreign - practice detrimental acts violating national or foreign public property as well as acts harming the pillars of public administrations or affecting the international commitments undertaken by Brazil, thus defined:
  - I - Promise, offer or pledge, directly or indirectly, an improper advantage to a public official, or to a third party related to him;
  - II - Arguably finance, fund, sponsor or otherwise underwrite the practice of any unlawful acts mentioned in this Code;

III - Arguably use an intermediary, whether an individual or a legal entity, with the sole purpose of concealing or disguising their true interests or the identity of the ultimate beneficiaries of the criminal acts;

IV - Regarding bids and contracts:

- a) Thwart or defraud, by adjustment, combination or otherwise, the competitive nature of public bidding procedures;
- b) Avert, disrupt or defraud the satisfactory fulfillment of any act related to public bidding procedures;
- c) Remove or attempt to disqualify the potential bidder as a result of fraud or by offering advantage of any kind;
- d) Defraud public bidding or contract directly arising therefrom;
- e) Create, by fraudulent or irregular means, a legal entity in order to participate in public bidding or consummate an administrative contract;
- f) Obtain fraudulent advantage or undue benefits resulting from changes or extensions of unauthorized contracts consummated with the public administration in the public bid invitation process or in the respective contractual instruments; or
- g) Manipulate or defraud the economic and financial balance of contracts consummated with the public administration;

V - Hinder any investigation or auditing carried out by public bodies, entities or public agents, or intervene in their activities within the regulatory agencies and supervisory bodies of the national financial system.

Foreign public administration is considered to be both state bodies and entities or diplomatic representations of a foreign country – relative to any level or sphere of government – as well as legal entities controlled directly or indirectly by the public power of the foreign country.

International public organizations are acknowledged as equivalent to foreign public administration.

Foreign public agents are those who - even if temporarily or without compensation - hold public office, position or civil service in both state bodies and entities or in diplomatic representations of a foreign country as well as in legal entities directly or indirectly controlled by the public power of the foreign country or even in international public organizations.

- 21- Commit any of the crimes provided for in articles 328 to 337-A of the Brazilian Penal Code.
- 22- Be lenient toward any form of child labor, as well as forced, compulsory or degrading work in **MASTER TRADE CONSTRUÇÕES E MONTAGENS**'s activities. Similar behavior from business partners will be required, as well as from suppliers of goods and services from whom we procure.
- 23- Engage in harassment of any kind, including moral or sexual harassment.

What is bullying? Bullying is the exposure of workers to humiliating and embarrassing situations in the workplace over the course of their activities.

What is sexual harassment? Sexual harassment is the embarrassment of co-workers through inappropriate and unwelcome comments with sexual overtones, persistent proposals and unwelcome requests in exchange for sexual favors. This can happen, for example, by means of gestures, words, blackmail, and even through indecent or malicious messages in mobile phone applications.

- 24- Post political or religious statements, in social media, on behalf of **MASTER TRADE CONSTRUÇÕES E MONTAGENS**.

#### **VIOLATIONS OF THE RULES**

The violation of the provisions of this Code will entail the following disciplinary actions to company's employees/collaborators:

1. Verbal warning
2. Written warning notice
3. Ethical censorship applied to the offending employee
4. Suspension for up to 30 days
5. Termination for cause

In case of violations committed by partners, attorneys-in-fact or representatives, the necessary measures for the cessation of the infringement as well as other necessary administrative and/or judicial measures shall be implemented.

The consistency of a penalty to be applied will be subordinate to the following objective criteria:

- a) Job performance
- b) Prior violation

The constant violation with regards to Code's item 20 will be punished with prompt termination for cause.

### **WORKPLACE INVESTIGATION POLICY**

Always preserving adversarial procedure guarantees and full defense, the process of investigating the practice of violation of the provisions set forth in this Code will be initiated – ex officio or due to a substantiated denunciation – by an employee appointed for such function or by a commission, who will notify the investigated party to express their opinion in writing within ten days.

Either the designated employee or the commission charged with the duty of ascertaining the facts shall have the means deemed necessary for the investigation, within the strict legal limits, as follows:

- a) Preserving the honor and dignity of the person under investigation;
- b) Protecting the identity of the complainant;
- c) Acting independently and impartially;
- d) Declaring impediment or suspicion in the work of the designated employee or commission;
- e) Refusing to act in a procedure in which his/her impediment or suspicion has been identified;
- f) Requesting the documents necessary for the evidential instruction and, also, by initiating legal proceedings and requesting expert opinion.

The existence of new evidence attached to the case files shall grant the person under investigation the right to be notified and to submit a new protest within ten days.

Once the procedural instruction has been made, a conclusive and reasoned decision will be rendered.

Following notification of the decision, the person under investigation will be given ten days to appeal.

The decision on the appeal will be rendered in five days.

## TERMS OF COMMITMENT

I declare to have received, examined and understood **MASTER TRADE CONSTRUÇÕES E MONTAGENS**'s Code of Conduct, and I undertake to fully comply with it in the performance of my activities.

I am aware that the observance of the conduct and values described in this Code are part of my obligations as a collaborator, supplier or partner. I also commit myself to report to **MASTER TRADE CONSTRUÇÕES E MONTAGENS** each and every situation or behavior in disagreement with the principles set forth in the **MASTER TRADE CONSTRUÇÕES E MONTAGENS**'s Code of Conduct.

