

CODE OF ETHICS

SUPPLIERS

PROSPECTA GLOBAL SOLUTIONS

Summary

Considerations.....	01
Presentation.....	02
Purpose, Coverage, Suppliers.....	03
Conflict of Interests.....	04
Benefits, Access.....	05
Information, Confidentiality.....	06
Corruption, Competition	07
Social Responsibility.....	08
Risks Management, Code of Ethics Violation.....	09

Considerations

The sustainability of our growth depends, fundamentally, on an ethically correct relationship between interested parties. In addition to a formal document, which is the Code of Ethics, Prospecta Global Solutions respects the local laws and culture of each country in which it is present.

Who is the Code of Ethics intended for?

Prospecta Global Solutions' Code of Ethics presents the expected behavior of employees, managers and administrators in the exercise of activities, in all units of the Prospecta Global Solutions group in the world. In this document, all units directly or indirectly controlled by this group will be referred to only as Prospecta Global Solutions.

Additionally, Prospecta Global Solutions encourages the application of the Code of Ethics by other interested parties:

1. Related Companies
2. Suppliers
3. Service Providers
4. Sales Representatives / Distributors
5. Franchises
6. Direct and Indirect sales channels
7. Resellers and Technical Assistants
8. Customers
9. Investors
10. Community
11. Government



1. Presentation

Through the Code of Ethics for suppliers, Prospecta Global Solutions reaffirms its commitment to responsible management, adoption of best practices and ethical behavior to be followed throughout its suppliers.

Our suppliers are selected and hired through rigorous analysis, based on technical, financial, socio-environmental, ethical, competitive, quality and compliance with current legislation.

There will be situations in everyday life not addressed by the expected conduct described in this Code, which will raise doubts as to what should be done. Many times, in these cases, you may have heard, read or even be thinking in following way:

- ✎ Just this once...
- ✎ No one will know...
- ✎ Everyone does this...
- ✎ You can hide...
- ✎ This conversation never took place...
- ✎ This doesn't look like a meeting...

In these situations, to guide you, reread the first paragraph of the relevant item of the Code and check if there are any conflicts. If necessary, answer the following questions:

- ✎ Is it nice what you're thinking of doing?
- ✎ Is this attitude impartial and honest?
- ✎ Will this action be questioned after a while?
- ✎ How will I feel afterwards?
- ✎ How would this look on the front page of newspapers?
- ✎ What would I advise my children to do?
- ✎ How would I feel if family, friends and neighbors knew?

We must not omit ourselves when faced with these situations of doubt.

Answering these questions will help you choose the best course of action in these cases or help you recognize that there is a violation of the Code that needs to be reported.



Purpose

This Code of Ethics aims to establish the rules that should guide the suppliers' conduct in the relationship with Prospecta Global Solutions.

Coverage

It is intended for the suppliers, employees, managers and administrators of the Prospecta Global Solutions, hereinafter referred to as Prospecta Global Solutions employees that in the exercise of activities relate to suppliers.

Suppliers

We consider our suppliers as business partners for the pursuit of sustainable development, treating them equally, free of favors and respecting the principles of free competition.

Expected conduct:

- ☛ Offer products and services based solely on technical and commercial criteria that optimize the cost X benefit ration, and ethical posture and social responsibility.
- ☛ Do not accept, request or offer any undue advantages, such as gifts, benefits or bonuses.
- ☛ Refrain from participating in technical and commercial negotiations with employees of Prospecta Global Solutions who are your blood relatives and related in 1st and 2nd degree.
- ☛ When it is necessary for our suppliers to maintain a direct relationship with our customers to deal with interesting matters to Prospecta Global Solutions, the same must be duly authorized by it. Prospecta Global Solutions expects it to be an ethical relationship, aiming at an efficient, transparent, courteous service and committed to customer satisfaction.



Conflict of Interests

Business contacts must follow specific standards and welcome ethical conduct, avoiding situations of conflict of interest and/or other relationships that interfere with the full exercise of business.

✎ It is forbidden for Prospecta Global Solutions employees to participate in any companies that provide products and services, where they can have decision-making influence in the process of purchase.

✎ Suppliers are not allowed to use Prospecta Global Solutions' property and services for their own benefit or that of third parties.

✎ Participation in the same price quotation process by suppliers whose company belongs to the same owner, his spouse or children.



Gifts, presents, travels and other benefits

In order to eliminate possible interferences in the purchasing process, it is established that:

- ✎ It is forbidden to offer travel, gifts or any kind of favor to Prospecta Global Solutions employees and their families, except corporate gifts without significant value.
- ✎ The receipt, by employees of Prospecta Global Solutions, of airline tickets, trips and courtesies, offered by suppliers, for visits and/or participation in events of technical nature, can only be accepted if approved by the Board of Directors.
- ✎ Prospecta Global Solutions does not allow sponsorships to be granted to get-togethers organized by the company.
- ✎ It is forbidden for Prospecta Global Solutions employees to participate in get-togethers at times of competition or negotiation, except with authorization from the board.
- ✎ In the case of the participation of Prospecta Global Solutions in events with suppliers, it is recommended the presence of at least two employees.

Access and Permanence in the Prospecta Global Solutions' Premises

Regarding to access and permanence in Prospecta Global Solutions' premises and facilities, it is established that:

- ✎ Employees, agents or suppliers hired must respect the controls of access, identification, security and permanence at Prospecta Global Solutions' facilities.
- ✎ Suppliers and service providers are prohibited from using, selling or having in their possession alcoholic beverages or illicit drugs. No one should remain on the premises of the Prospecta Global Solutions if you are under the influence of or affected using such substances.
- ✎ Carrying a weapon of any kind is prohibited, except in cases of express authorization, depending on the activity carried out within the scope of Prospecta Global Solutions.
- ✎ Prospecta Global Solutions does not allow electoral campaigns to be carried out in its dependencies.
- ✎ It is prohibited the commercialization of products or services that are unrelated to the commercial relationship between the parties.

Information, Confidentiality and Use of Equipment

Regarding to information, confidentiality and use of equipment, it is established that:

✎ Prospecta Global Solutions suppliers and employees must guarantee the understanding, transparency and fairness of the information necessary for quotation, contracting, purchase and administration of products and services.

✎ Suppliers must keep confidential the information that they may have access to, or that is trusted, whether owned by Prospecta Global Solutions or other interested parties, including personal data of its employees.

✎ Obtaining, using, reproducing and/or disclosing facts, data and/or information from the Prospecta Global Solutions, for its own benefit or that of third parties, is prohibited.

✎ Information regarding supply contracts and commercial terms of purchase must be treated on a confidential basis.

✎ Prospecta Global Solutions does not allow the use and/or commercialization of its equipment, tools, drawings, standards and resources for accessing information without authorization of the Board.

✎ It is prohibited the use of unapproved and unlicensed software on the equipment of the Prospecta Global Solutions, and original software can only be used if complied with the policy of Prospecta Global Solutions.

✎ Lectures, seminars or academic papers on the processes and business of Prospecta Global Solutions are not allowed without authorization from the Board of Directors.

✎ The use of the Prospecta Global Solutions brand and/or related brands (figurative and nominative), is prohibited, except by means of a specific contract.



Corruption

We condemn all forms of corruption, as well as the offer and receipt of undue advantages of any kind in the conduct of business.

Suppliers must prevent the occurrence of illegal behavior, combat corruption and fraud, in addition to avoiding conflicts of interest in relations with public authorities, with the private sector and/or with organized civil society.

Competition

Prospecta Global Solutions condemn, among others, the following practices:

- ✦ Failure to comply with tax, labor, environmental legislation or any other legal norm thus being able to practice more competitive prices and supply conditions.
- ✦ The formation of trusts and/or cartels.
- ✦ Denigrate the image of competitors.
- ✦ Practice fraud and/or industrial espionage.



Social Responsibility

Service to human rights and to the environment are fundamental matters to Prospecta Global Solutions.

1.1 Environment

Suppliers shall operate and act in such a way as not to harm health, safety or the environment, ensuring compliance with legislation and regulations in force in the country where products or services are manufactured or sold.

1.2 Work Conditions

Prospecta Global Solutions suppliers must guarantee dignified work conditions to their employees and partners, respecting the legislation in force in each country.

1.3 Exploitation of Adult and Child labor

We affirm our commitment with the eradication of all forms of degrading work: infantile, forced or slave, under any circumstances, neither we maintain relations with companies or people who disrespect this conduct.

1.4 Abuse and Sexual Exploitation of Children and Adolescents

We repudiate any form of abuse or sexual exploitation of Children and Adolescents, neither tolerate omission of these practices by whoever may be.

1.5 Diversity

The suppliers must respect diversity, not admitting discrimination nor prejudice of any kind, such as ethnic, religion, culture, age, sex, political conviction, nationality, regionality, marital status, sexual orientation, physical and/or intellectual condition.

1.6 Conflict Minerals

Suppliers must not use materials and components that contain metals and mineral substances or their derivatives from regions in conflict that can finance or benefit armed groups, directly or indirectly.



Risks Management

Suppliers are expected to implement mechanisms to identify and manage risk across all the areas addressed in this Code of Ethics and in all applicable legal requirements.

Code of Ethics Violation

The conduct described in this Code must be practiced by all suppliers, as well as employees, managers and administrators of Prospecta Global Solutions, in compliance with the commercial relations and in the performance of its functions, and Prospecta Global Solutions undertakes to provide the necessary conditions for this to happen.

Prospecta Global Solutions reserves the right, at any time, to verify if the suppliers are complying with the provisions of this Code.

Any supplier, employee, manager or administrator of Prospecta Global Solutions who failure to comply with the Code is subject to trade restrictions and disciplinary action.

Anyone in doubt as to the meaning, intent or application of the Code of Ethics should solve your doubts promptly.

We expect that all violations of the Code that you become aware of will be reported immediately. Don't be conniving!

Prospecta Global Solutions employees can also notify their immediate-superior, manager or director.



