

# Code of Ethics and Conduct

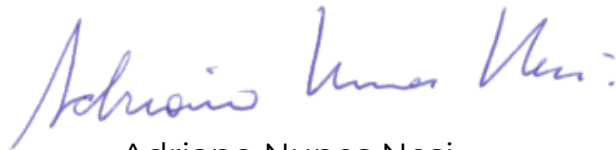
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Revised on 10/27/2023 and 03/19/2025.

**Resolution No. 01/2025**

The Board of Directors of the Arthur Bernardes Foundation (Funarbe), in exercise of its legal powers, in accordance with the Statute and with what was deliberated in a meeting held on March 19, 2025, resolves to approve the update of the Code of Ethics and Conduct of the Arthur Bernardes Foundation (Funarbe).

Viçosa, March 19, 2025.



Adriano Nunes Nesi  
Chairman of the Board of Directors

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DENISE MARA SOARES BAZZOLLI

[1] Governing Body responsible for approving the Code of Ethics and Conduct on March 19, 2025.

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**WORD FROM THE BOARD OF DIRECTORS**

Rodrigo Gava  
CEO-Diretor for the 2022-2026 term

The Arthur Bernardes Foundation is nothing more than those who are part of it, who are continually dedicated to the pursuit of excellence and sustain the set of relationships it establishes with other organizations, keeping it steadfast in fulfilling its purposes and mission.

Basing our conduct on Funarbe's essential principles is the justification for our efforts to seek to harmonize the diversity of values and cultural influences that shape us and with which we interact. This harmonization not only reinforces our identity and cohesion, but also respects our differences and reduces potential divisions.

The underlying reason for our efforts in creating this document is the search for anchoring our conduct on Funarbe's fundamental principles. This effort aims to balance the multiplicity of values and cultural influences that shape us and with which we encounter. In doing so, we strengthen our identity and cohesion, while respecting the differences that distinguish us, thus providing coherence to this guiding document.

Therefore, we hope that everyone can be inspired by what makes us Funarbe, helping each person to have guidance on their behavior and decision-making, acting with integrity, responsibility and focused on the sustainability of the Foundation's business. We understand that here we form more solid foundations for our organizational culture, strengthening our trust and reputation, encouraging our engagement with work and minimizing our exposure to risks. This is a guideline that will help to reinforce Funarbe's presence in society, after all, we are all ambassadors of the Funarbe way of supporting projects through resource management and being a reference in the provision of quality services and products and for academic support.

This Code represents a crucial investment in the future of the company, ensuring that its operations are guided by responsibility, ethics and sustainability, generating benefits that are not limited to the organization alone, but that extend to society as a whole.

**PRESENTATION**

This Code of Ethics and Conduct represents a strategic and transparent guideline with the role of aligning conduct and procedures, in an ethical and moral manner, within the scope of the activities and actions of the Arthur Bernardes Foundation (Funarbe).

In this sense, the participation of all agents involved in the Foundation's operations is essential: board members, directors, superintendent, employees, customers and suppliers, hereinafter referred to as recipients, so that the mission and values protected by this institution are increasingly present in its activities.

Therefore, all these agents must know and apply the guidelines contained in this Code, so that they can contribute to an environment of respect and understanding and ensure that the Foundation's actions value the dignity of people and ensure loyalty and transparency, seeking to preserve the credibility and good faith of this Institution.

## **CHAPTER I – OBJECTIVE**

**Art. 1º** This Code of Ethics and Conduct aims to define a standard of conduct for its recipients. To this end, this document presents the basic rights and obligations to ensure respect and commitment to the Foundation's purpose, mission, vision and values.

Sole paragraph. The Arthur Bernardes Foundation is guided by:

- I. Purpose: To contribute knowledge that makes a difference to society
- II. Mission: To enable our clients and partners to dedicate themselves to academic, scientific and technological development;
- III. Vision: To be the Foundation of excellence for our clients and partners and a reference school in the businesses in which it operates;
- IV. Values: The values that guide the Foundation's attitudes and decisions are:
  - a. Reference;
  - b. Reciprocity;
  - c. Respect;
  - d. Cooperation.

## **CHAPTER II - ORGANIZATIONAL PRINCIPLES**

**Art. 2º** As a support Foundation, Funarbe is subject to the principles of legality, impartiality, morality, publicity, economy and efficiency.

Sole paragraph. The conduct of its recipients in the exercise of their functions shall comply with the following principles:

- I. Good faith;
- II. Honesty;
- III. Impersonality;
- IV. Decorum;
- V. Human dignity
- VI. Friendliness;
- VII. Efficient communication;

VIII. Promptness; and

IX. Punctuality.

### **CHAPTER III - DISCRIMINATION, MORAL AND/OR SEXUAL HARASSMENT**

**Art. 3º** Abuse, intimidation, lack of respect or any other type of physical or verbal aggression, practiced by any of the recipients of the Code are unacceptable and will not be permitted or tolerated by the Foundation. All of the aforementioned subjects, and especially those who exercise leadership functions, will promote at all times and at all professional levels, relationships based on respect for the dignity of others, participation, equity and mutual collaboration, contributing to a good work environment, with the objective of achieving an organizational climate consistent with the values and principles of the Foundation.

### **CHAPTER IV – COMMUNICATION**

**Art. 4º** The Foundation's official statements and positions will be made by the Institutional Communications department, previously aligned with the institution's leaders. These departments are responsible for initiatives to disseminate messages to the external environment, as well as Funarbe's values and purposes, strengthening relationships with different audiences.

**Art. 5º** The employees are transmitters and replicators of the Foundation's identity and positioning and, therefore, must strengthen and protect its image among internal and external audiences. Therefore, it is extremely important that they are aligned with the institution's purpose, attentive to information for public purposes, sharing true, solid, clear and transparent messages, in accordance with the constructed and valued identity.

**Art. 6º** In the case of institutional representations, the employee must protect the Foundation's image, expressing only the official and public position, accurately and truthfully, as long as it does not violate any confidential information.

Sole paragraph: Institutional representations occur when the employee participates in activities in external environments, as set out below:

- I. Events;
- II. Press interviews;
- III. Institutional or technical presentation meetings;
- IV. External meetings for decision-making and/or discussion of matters



that directly affect the Foundation;

V. Technical visits; and

VI. Practical and theoretical classes.

## **CHAPTER V – ENVIRONMENT**

**Art. 7º** In carrying out the activities developed by the Foundation, actions aimed at the rational use of energy, water and other natural resources, the recycling of materials and the reduced use of disposable products and others that generate waste must be encouraged.

**Art. 8º** In projects for new facilities and renovations, priority must be given to preserving the environmental balance and the use of raw materials, in order to minimize negative impacts on the environment.

**Art. 9º** Likewise, Funarbe values that the activities to be carried out in its clients' projects comply with environmental legislation, always seeking to save non-renewable resources, encourage the use of renewable energy sources and preserve the environment.

## **CHAPTER VI - WORK ENVIRONMENT**

**Art. 10** The Foundation prioritizes the establishment of good internal management practices and the promotion of a good organizational climate, for which it undertakes to:

- I. Ensure working conditions that foster a balance between professional and personal life;
- II. Encourage and promote professional development and a corporate culture of knowledge dissemination;
- III. Ensure safety and health at work, providing the necessary safety conditions and equipment;
- IV. Make information that affects employees available, preserving the right to privacy in the processing of functional and personal information;
- V. Respect and promote diversity, in addition to combating discrimination in all its forms and manifestations, creating policies for admission, promotion, compensation, performance evaluation and dismissal, based on objective and transparent criteria of professional merit;

- VI. Protect the confidentiality of all those involved in complaints, aiming to safeguard rights and neutrality of decisions;
- VII. Create institutional channels and guide managers to receive and analyze suggestions aimed at improving internal management processes;
- VIII. Respect labor and social security rights.

## **CHAPTER VII - CONFLICT OF INTEREST**

**Art. 11** A conflict of interest is characterized by the possibility of a direct or indirect conflict between the personal interests of a member of the target audience, the recipients, and those of Funarbe, which results or may result in some type of advantage in favor of oneself or third parties, such as relatives and friends.

Sole paragraph. In order to protect the Foundation from real or apparent conflicts, certain conducts are required:

- I. To treat confidentially internal matters and strategic information regarding employees, clients, suppliers, project content and their management, finances and know-how;
- II. Not to use privileged information for one's own interest or that of third parties;
- III. To refrain from taking a position in situations that may involve a conflict of interest;

**Art. 12** Funarbe reserves the right to request that its employees, suppliers and other partners complete a declaration of conflict of interest, as well as to conduct due diligence on these individuals.

**Art. 13** Employees may not accept paid external work that may give rise to a conflict of interest, or directly affect their performance and judgment at work. They must inform their superiors of any paid external activity or equity interest.

**Art. 14** In cases of doubt or suspicion of a conflict of interest, the Compliance Officer must be notified immediately.

## **CHAPTER VIII - RECEIPT OF GIFTS, PRESENTS AND HOSPITALITY**

**Art. 15** Employees are permitted to receive gifts that have no commercial

value or that were distributed by entities of any nature for the purpose of advertising, regular publicity or on the occasion of special events or commemorative dates, such as diaries, calendars, notepads and pens.

**Art. 16** Supermercado Escola is permitted to receive occasional prizes from suppliers, as a form of recognition for sales performance and as a way of promoting marketing actions, as long as these prizes are sent to Funarbe accompanied by an invoice. Supermercado Escola management will be responsible for the destination of the prizes received and ensure that they will be donated or raffled off.

**Art. 17** Employees must always consult their immediate superior or the Compliance Officer about the possibility of offering or accepting any type of gift or present, to verify whether or not a conflict of interest has occurred.

**Art. 18** The receipt of gifts that have commercial value, that is, those that can be resold, is subject to a raffle being held at an appropriate time among other Funarbe employees.

Sole Paragraph. Gifts that have commercial value that cannot be raffled, such as personalized gifts or those for personal use, may not be received.

**Art. 19** The following are prohibited forms of receiving gifts, presents and hospitality by employees:

- I. Request favors or gifts from third parties with whom they do business, whether for their own benefit or for members of their family, and it is also forbidden to give the impression that a transaction, contract or decision depends on a favor, gift or hospitality;
- II. Accept any kind of cash or equivalent as a gift, regardless of the amount;
- III. Receive gifts, presents and hospitality at their homes. Should this occur, the employee must declare that they received the gift at their home, for analysis by the Funarbe Board of Directors.

**Art. 20** The following constitute restrictions in relation to the Public Authorities:

- I. Employees, partners and suppliers are prohibited from accepting, offering or giving, directly or indirectly, favors, money, gifts and hospitality to a public official or third party related to him/her, in order to obtain advantages, influence or compensate for their decisions for their own benefit or that of the company;

- II. All gifts, presents and hospitality must be declared and only promotional gifts with no commercial value will be permitted;
- III. Gifts to be distributed to public officials must be given as a courtesy, as advertising, as part of a regular publicity campaign, on the occasion of special events or commemorative dates, and must be offered in a diffuse manner, without being intended for specific bodies or authorities;
- IV. If an employee has any doubts about the possibility of offering or accepting any type of gift or present in their relationship with the Public Authorities, they must contact their immediate superior, their manager, the Compliance Officer or the Board of Directors.

## **CHAPTER IX – RELATIONSHIP WITH PUBLIC AGENTS**

**Art. 21** Any and all interactions with public agents must be guided by the following fundamental principles:

Commitment to the provisions of the Compliance Policy and this Code of Ethics and Conduct;

- I. Knowledge of and full compliance with policies, regulations and codes, among others;
- II. Transparency in interactions with public agents;
- III. Knowledge of the provisions contained in current legislation.

**Art. 22** It is expressly forbidden for Funarbe advisors, directors, superintendents and employees to interact with business partners and the Government with the intention of giving, offering or promising, directly or indirectly, undue advantage to any public agent or person related to him, especially with the purpose of:

- I. Influencing any act or decision of that public agent or inducing him to perform, omit, delay or expedite any act in violation of his legitimate or official duty;
- II. Inducing the public agent to use his influence due to his function to affect or influence any act or decision of the Public Administration;
- III. Frustrating or defrauding the bidding process with or without the purpose of benefiting the agent;
- IV. Obtaining the concession of an administrative or tax benefit without observing the applicable legal or regulatory formalities;

- V. Performing an unlawful act of any nature or improper act against the Public Administration in collusion with a public agent;
- VI. Obtain or retain business for Funarbe.

**Art. 23** Meetings, gatherings and communications with the Government shall be guided by a high standard of integrity, transparency and formality, observing such conduct in transactions, bidding processes, negotiations requiring inspections and fines, tax discussions, negotiation of tax incentives, conduct adjustment terms, commercial relationships/negotiations, demonstrations of products or services, fairs and events, collections for defaults, among others.

Sole paragraph. Requests should preferably be directed to the main authority of the Public Administration body or entity and should not suggest the name of the specific public agent to attend the meeting.

**Art. 24** Routine activities involving relationships with public officials, such as: dealing with inspectors, terminating employment contracts, obtaining guides or certificates, notarial transactions and protocols, obtaining permits, and providing contracted services, do not require any communication and must be performed by Funarbe team members or their representatives, who must strictly observe the provisions of the applicable regulations and follow the legal procedures indicated.

Sole paragraph. Funarbe employees or their representatives are prohibited from offering undue advantages in order to speed up the process of obtaining licenses, authorizations, permits, and certificates or inducing public officials to perform, omit, or delay official acts.

**Art. 25** The hiring of representatives to provide assistance in obtaining licenses, authorizations, permits, and certificates from the Government must be done cautiously. If necessary, the hiring process will be preceded by a prior verification procedure in accordance with the Integrity Due Diligence Policy. Sole paragraph: Funarbe employees must reject any and all requests for undue advantage from public agents.

**Art. 26** In inspections of any nature, employees responsible for interacting with the public agent must act cordially and respond promptly and objectively to questions posed by the public agent, in accordance with applicable legislation.

**Art. 27** Inspections carried out by public agents on Funarbe premises must be accompanied, whenever possible, by at least two employees of the Foundation. If the public agents do not provide the inspection reports, a report must be prepared by the employees with a complete description of the inspection and duly forwarded to the immediate superior and to

the Foundation's compliance officer.

**Art. 28** It will not be admissible for Funarbe employees or their representatives to commit acts intended to hinder or defraud investigation or inspection activities of government agencies. Likewise, Funarbe employees and their representatives are prohibited from soliciting fraudulent actions from anyone.

**Art. 29** All of the above guidelines serve to guide all relationships between Funarbe employees and their representatives and public officials. However, other atypical situations may occur. In this case, if you have any questions about such situations, the compliance officer must be consulted immediately.

## **CHAPTER X - ELECTRONIC MEDIA, TELEPHONES AND USE OF THE FUNARBE BRAND**

**Art. 30** Electronic media are made available for exclusive work use. Each employee is responsible for using the company's technological resources appropriately and ethically.

**Art. 31** It is forbidden to send information with illegal, pornographic, racist, political or religious content or any other information of a discriminatory nature that violates human dignity.

**Art. 32** Funarbe may monitor communications and information transmitted, received, created and stored, which use its information technology resources.

**Art. 33** All documents, products and information technology systems (programs, spreadsheets, controls or routines) developed or under development by employees, during the course of the employment relationship, are the exclusive property of Funarbe, and it is up to Funarbe to decide on their commercialization, reproduction and use.

**Art. 34** Employees must use Internet access and e-mail services only for corporate purposes. In order to preserve these resources, Funarbe reserves the right to control and monitor their content and forms of use.

**Art. 35** The copying, sale, use or distribution of information, software and other forms of intellectual property is prohibited without the prior written consent of Funarbe.

**Art. 36** For security reasons, it is prohibited to download any program without prior authorization from the person responsible for the IT area.

**Art. 37** The use of the network to store corporate files must be done judiciously so as not to accumulate unnecessary files. It is recommended that each employee performs periodic checks to delete these files, thus making the allocation of available memory on Funarbe's servers more efficient.

**Art. 38** Employees must use Funarbe's landlines and cell phones exclusively for corporate matters. For control and security purposes, all calls may be controlled, monitored and even recorded.

Sole paragraph: The use, by any employee, of their own devices (cell phones, tablets, notebooks, computers, etc.) for the development of work activities at Funarbe, must comply with the security standards and policies established by the Foundation, and it is recommended that the Foundation's means and devices be used for dealing with institutional matters.

**Art. 39** Funarbe understands the occasional need for private phone calls. These will be permitted, as long as they are made with common sense and kept to a minimum.

**Art. 40** All employees are responsible for the accuracy of the information contained in the documents produced under their responsibility.

**Art. 41** Priority should be given to the use of the Funarbe logo in all documents prepared for third parties, especially for its clients. It is essential that it be correctly applied, in accordance with the guidelines defined in the Identity Manual, and its use for non-corporate matters or after the termination of the relationship with the company is prohibited.

## **CHAPTER XI – RECRUITMENT AND SELECTION**

**Art. 42** The criteria used for the recruitment and selection of professionals are always based on the technical and professional qualifications of the candidate for the position. Discriminatory attitudes of any nature or choices based on personal relationships are not permitted. The selection of candidates also takes into account the ethical profile of the candidate, aiming to strengthen the organizational culture.

Sole paragraph. In order to ensure impartiality, the selector is prohibited from acting in the selection processes in cases where a spouse/partner or relatives up to the third degree in a direct line, collateral line or by affinity are competing for the position. The same prohibition applies to cases of admission in relation to the hierarchical superior.

## **CHAPTER XII – CLIENTS**

**Art. 43** Funarbe's clients must be treated with respect, cordiality and without discrimination of any kind.

Sole paragraph. Funarbe strives to achieve efficiency and effectiveness, always prioritizing good communication in customer service.

**Art. 44** In return, our clients are expected to:

- I. Treat our employees with respect, ethics and dignity, in line with our commitment to promoting a safe and healthy work environment;
- II. Full compliance with the applicable legislation, rules and regulations relevant to the services provided by the Foundation;
- III. Declaration of conflict of interest when applicable;

Sole paragraph. Project coordinator clients, when assigned as expense coordinators for agreements and/or contracts signed through Funarbe, must not order expenses for a spouse/partner or relatives up to the third degree in a direct line, collateral line or by affinity, or contract goods and services from a legal entity in which the previously related persons participate as partners or have a stake in the company.

### **CHAPTER XIII – SUPPLIERS**

**Art. 45** The hiring of suppliers and service providers will be based on legal and technical criteria of quality and cost.

**Art. 46** Funarbe expects its suppliers to:

- I. Treat each other with respect, ethics and dignity, in line with our commitment to promoting a safe and healthy work environment;
- II. Respect the law, apply fair competition practices and maintain ethical conduct in management practices and social and environmental responsibility, and respect the management practices and labor and employment rights of all employees;
- III. Demonstrate that they have processes and produce products and/or services that minimize the impact on the environment, provide a healthy and safe workplace, and promote the health and well-being of all employees;
- IV. Uphold the highest standards of professional ethics, respect the law and not engage in any type of corruption, bribery, fraud or extortion. Any action in this regard by suppliers will be opposed and not accepted by Funarbe, resulting in the immediate termination of the commercial relationship;



- V. Under no circumstances offer favors, bonuses, commissions or any item of value to obtain favoritism from employees;
- VI. Repudiate any labor practices analogous to slavery, forced labor and child labor.

**Art. 47** Funarbe's hiring procedures must observe the principles of legality, reasonableness, impartiality, morality, publicity, economy and efficiency.

**Art. 48** Funarbe reserves the right to perform Due Diligence on suppliers, analyzing their records and public information.

Sole paragraph: Funarbe does not hire third parties that refuse to comply with anti-corruption laws, the general law on the protection of personal data, the provisions of this Code or equivalent principles.

#### **CHAPTER XIV - ADVISORS, DIRECTORS, SUPERINTENDENTS AND MANAGERS**

**Art. 49** The advisors, directors, superintendents and managers, who are granted, by law, the powers of direction, regulation, inspection and discipline, must:

- I. Use the above powers with equity and proportionality;
- II. Act to disseminate Funarbe's mission and values;
- III. Lead by good example, at all times, acting so that team members perform their activities with a high level of performance and professionalism;
- IV. Provide support and offer guidance on the incorporation of the Code of Ethics and Conduct in the daily lives of employees and ensure its application;
- V. Encourage employees under their supervision to raise doubts and questions, creating a culture of transparency and trust;
- VI. Make efforts to maintain a good organizational climate, committing to the promotion of a diverse, inclusive and productive work environment, which is defined by mutual respect;
- VII. Conduct all procedures involving the evaluation of people, such as hiring, promotion, performance evaluation and dismissal, with impartiality and fairness. Under no circumstances will opinions motivated by situations of personal appreciation or discrimination be

tolerated, and which are not based on objective criteria of merit and professionalism;

- VIII. Do not conduct business that distorts Funarbe's mission and that poses risks of economic-financial imbalance or loss of credibility;
- IX. Present its reports and balance sheets in a correct, consistent, accurate and complete manner, without ambiguity of information, and make available, with full transparency, documents requested by internal and external auditors and competent public bodies;
- X. Act in strict compliance with all applicable laws, including anti-bribery and anti-corruption laws, which apply to the management of public resources and those of international partners, arising from agreements and contracts managed by the Foundation, including the provisions of Law No. 12,846/2013 and its regulatory decrees, as well as personal data protection regulations, such as Law 13,709/2018 (General Personal Data Protection Law – LGPD).

## **CHAPTER XV – EMPLOYEES**

**Art. 50** Collaborators are all individuals and legal entities that have some type of work or employment relationship with Funarbe, such as: employees (under the CLT), interns, scholarship holders and service providers without an employment relationship.

Sole paragraph. Collaborators undertake to:

- I. Promote professional development and act efficiently to achieve the fulfillment of the institutional mission;
- II. Use the above powers with equity and proportionality;
- III. Keep confidential the operations and information of the Foundation, clients, suppliers and third parties that they may become aware of due to their professional performance, as well as base their behavior on discretion and restraint in public statements;
- IV. Appear to work wearing clothing compatible with the institutional environment;
- V. Appear to work in a state of complete physical and mental health;
- VI. Report to your superiors any pressure or intimidation from clients, suppliers and others, aimed at obtaining undue advantages or favors;
- VII. Do not use Funarbe equipment and resources for personal purposes,

nor remove them from the establishment without authorization from your immediate superior;

- VIII. Question any guidelines that are contrary to the Foundation's standards, principles and values;
- IX. Seek clarification from your immediate superior, Compliance Officer or the Integrity and Safety Committee when you have doubts related to the understanding or application of the provisions of this Code of Ethics and Conduct, as well as in situations not expressly provided for;
- X. Avoid and report situations that may characterize a conflict between personal interests and those of the Foundation;
- XI. Inform your immediate superior before assuming participation in profit-making entities and/or other remunerated activities;
- XII. Do not use information and your position to promote any facility, influence or obtain advantage for yourself or others;
- XIII. Do not harm the reputation of colleagues, superiors or third parties linked to work at Funarbe;
- XIV. Do not alter or distort the content of information and documents to which you have access, whether in physical or digital form;
- XV. Meet work demands promptly and in a timely manner;
- XVI. Protect Funarbe's material and immaterial assets;
- XVII. Do not use Funarbe's image, name or brands, except for the proper development of your professional activity, respecting the visual identity manual.

## **CHAPTER XVI - PROHIBITION OF BRIBERY OR CORRUPTION PRACTICES**

**Art. 51** Committed to ethics and transparency, Funarbe adopts a zero-tolerance policy regarding any form of corruption, not allowing any type of fraud or unethical conduct. To this end, it maintains appropriate procedures to identify, prevent and mitigate the risks of fraud or bribery in its activities, ensuring compliance with applicable laws and promoting the highest standards of integrity in its operations.

## **CHAPTER XVII – VIOLATION OF THE CODE**

**Art. 52** Violation of any of the rules will result in disciplinary measures appropriate to the position held and will be carried out in the following ways:

- I. For employees, the penalties of warning, suspension and dismissal may be applied, depending on the severity of the conduct and the previous history;
- II. For board members and directors, the penalties will be those provided for in the Legislation, the Statute and the Internal Regulations of Funarbe;
- III. Suppliers are subject to exclusion from the registry and customers are subject to the unilateral decision of Funarbe to correct any inappropriate acts that may have been committed;
- IV. Anyone who becomes aware of a violation of any aspect of this Code must report the fact to the Ombudsman. The Foundation undertakes to maintain confidentiality regarding the identity of the whistleblower.
- V. Employees, directors and board members who become aware of improper behavior on the part of suppliers or other Funarbe employees must notify the Ombudsman.
- VI. No retaliation will be permitted against any member who, in good faith, reports a concern about illegal/immoral conduct, or conduct that is not in accordance with the provisions of this Code of Ethics and Conduct.

## **CHAPTER XVIII - INQUIRY COMMITTEE**

**Art. 53** In cases where the complaints require detailed investigation, an Inquiry Committee may be established, preferably composed of representatives from the following areas: Integrity and Security, Legal Advisory and Human Resources.

Sole paragraph. The appointment of the Committee shall be made ad hoc, according to the subject of discussion and deliberation.

**Art. 54** If it is impossible for any appointed member to perform the function, the responsible body shall be responsible for reconstituting the Committee.

**Art. 55** The Executive Board may appoint an Ombudsman, who shall provide support to the ad hoc Ethics Committee, when necessary.

Sole paragraph. The Ombudsman may be external.

**Art. 56** The Board of Directors, the Executive Board and the Superintendence must promote the dissemination, evaluation, guidance and updating of this Code, as well as be responsible for clarifying doubts, instituting disciplinary proceedings, assessing and deciding on the merits.

**Art. 57** The decision on the merits involving employees at the tactical and operational level will be the responsibility of the Board of Directors, together with the Superintendence, and the Board of Directors will be informed. The decision involving people in strategic/managerial positions will be made together with the Board of Directors.

§1º The members of the Committee shall not be entitled to any remuneration for their role, nor shall they be entitled to job security.

§2º The members of the Ethics and Conduct Committee are prohibited from:

- I. Participating in disciplinary proceedings involving spouses/partners, relatives up to the third degree in a direct or collateral line, or in any case in which they have an interest and cannot act impartially and without prejudice;
- II. Disclosing information about disciplinary proceedings without prior authorization from the other members;

**Art. 58** In cases of conduct not covered by this Code of Ethics and Conduct, it will be up to the Board of Directors and the Executive Board to determine whether the fact violates the ethical and moral principles of conduct advocated by Funarbe and, likewise, to determine, if applicable, the corrective and punitive measures.

## **CHAPTER XIX – FINAL PROVISIONS**

**Art. 59** Funarbe must disseminate the culture of control and compliance through institutional actions, which include lectures, campaigns, announcements and publications, which contain topics common to employees at all hierarchical levels and specific to those who perform activities with greater exposure to the risk of fraud, corruption and incidents of personal data leaks.

**Art. 60** Funarbe must provide annual training on this Code of Ethics and Conduct to all its employees, as well as on the Personal Data Protection Policy.

**Art. 61** Funarbe must encourage and provide employees and collaborators with knowledge of legal requirements and responsibilities, as well as corporate guidelines, enabling them to identify, prevent, treat and report risk situations or situations with signs of fraud and corruption.

**Art. 62** Funarbe must promote the wide dissemination of this Code of Ethics and Conduct, also providing it to new employees and collaborators.

**FUNDAÇÃO ARTHUR BERNARDES**  
**WWW.FUNARBE.ORG.BR**

Av. Peter Henry Rolfs, s/n° - Campus  
Universitário - Edifício Sede da Funarbe  
Viçosa/MG

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