

# ANTICORRUPTION POLICY

## Overview

One of the greatest obstacles of Brazil and other several countries to achieve social and economic growth is corruption. Corruption also represents a significant additional cost of doing business in many developing countries. Corruption damages policies and programs that aim to promote sustainable development, to help reduce poverty and improve people's lives. Therefore, fighting corruption is aligned with Pro Natura International's ("PNI") mission and values: we do not allow or any unethical practice or any form of bribery or corruption, whether in the public or private sector. PNI has always cherished the integrity and honesty of its employees and business ethics and is deeply committed to preventing and combating corruption. To this end, we have published our Anti-Corruption Policy, as follows:

## Objective

This Anti-Corruption Policy aims at ensuring compliance with anti-corruption laws and other guidelines established by PNI to all employees, administrators and representatives of PNI ("Internal Collaborators"), as well as third parties acting in favor or benefit of the institution ("Third Parties"). By adopting the highest standards of integrity, legality and transparency, we can ensure that every program, project and initiative which the institution participates will be free from corruption.

## Scope

This policy sets out the guidelines to be followed by all Internal and Third-Party Employees who work for PNI with respect to their ethical, integrity and corruption-free conduct. The institution adopts a policy of zero tolerance for acts of corruption, or any other practices that violate the provisions of this policy or anti-corruption laws in Brazil or any country PNI implement projects. Therefore, it is essential that this policy be disseminated among all Internal and Third-Party Employees, since their observation and compliance will be required at all levels of our organization, under penalty of applicable sanctions.

## Conducts Sealed by this Policy

Reputation is one of the most important assets of any company. In this way, any unethical or inappropriate conduct, in accordance with the standards set forth in the PNI Code of Ethics and Conduct, in this Policy or in Anti-Corruption Laws, will not be tolerated. Any payments, offers or promises of undue advantages, under any circumstances, in PNI's relations with the public or private sector are prohibited. The fraudulent combinations or misrepresentation of company data are also absolutely prohibited and unacceptable.

### a) Undue payments

All Internal and Third Party Collaborators are prohibited from directly or indirectly promising, offering, delivering or giving any form of bribery, kickback or any other improper advantage or thing of value, whether to public officials, government agencies, including municipalities, state-owned enterprises, mixed-capital corporations, international organizations, political parties, candidates for elected offices, members of the Executive, Judiciary or Legislative Branch. The prohibition extends to people other than Public Agents, such as a spouse, companion, girlfriend, family, and the like ("Close People") and any others who receive a promise, offer, or benefit to influence any decision of a Public Agent. This prohibition, as well as Anti-Corruption Laws, apply not only to the individual who does the payment, but also to all those who consciously participated in the payment, or who, knowing of the possibility of the act of corruption, did nothing to prevent it. It also applies to individuals who have acted to encourage payment, that is, to any individual who:

- Approve payment or promise of undue advantage;
- Provide or accept false invoices;
- Relay instructions for payment or promise of improper advantage;
- Covering the payment or promise of undue advantage; or
- Cooperate consciously with the act of corruption.

No Internal Collaborator or Third Party will be harmed, retaliated or penalized for delay or loss of business resulting from your refusal to allow an act of corruption.

#### **b) Facilitation Payments**

Facilitation Payments are payments of small value, often made with the intention of assuring or speeding the expedition of governmental acts. PNI prohibit Facilitation Payments.

#### **c) Political Contributions**

PNI prohibits any contribution or donation from being made in exchange for undue advantage, or to influence the decision of a Public Agent, directly or indirectly. Contributions and donations to entities or institutions are prohibited at the request of a Public Agent, or in which the Public Agent or a Close Person performs any function.

#### **d) Fraud, theft or making false or misleading statements of any sort.**

### **Hiring Third Parties and Due Diligence**

In the development of its activities every institution establishes relationships with third parties, which may be intermediaries, brokers, consultants, commercial partners, service providers, specialists, dispatchers, lawyers, among others.

PNI will conduct business only with reputable third parties with a good reputation, adequate technical qualifications, and who expressly undertake to adopt the same zero tolerance policy on corruption. In order to do so, PNI will carry out Due Diligence, where possible, of its partners



and service providers, seeking to dispel any doubts about its ethical values, suitability, honesty and reputation. Our procedures will be commensurate with the risks faced by PNI in each hiring. This Policy recognizes that the threat of corruption varies between business sectors, vendors, and the scale and complexity of transactions, and that the level of Due Diligence applied must take these factors into account. The provisions of this Policy apply to third parties, especially with respect to the promise, offer or payment of bribes. If an Internal Collaborator knows or has a legitimate reason to believe that a violation of this Policy may have occurred, or is in the process of occurring, he or she shall immediately report the fact to the Executive Direction.

## **Determination of Applicable Violations and Sanctions**

Violations of the Anti-Corruption Laws may result in disciplinary sanctions, including termination of their employment contract for just cause or, in the case of Third Parties, the termination of their contract and the breach of any business relationship.

## **Disclosure**

PNI understands that, in order for this Anti-Corruption Policy to be constantly updated and continuously evolving by adopting the best anticorruption practices, this Policy should be constantly evaluated and reviewed. To ensure that everyone knows and understands this Policy, so that it can be followed and applied, it should be disclosure on the PNI website.