

CODE OF ETHICAL CONDUCT FOR GRUPO NOTRE DAME INTERMÉDICA

Grupo NotreDame Intermédica (GNDI) values excellence and quality in all its activities. Its Code of Ethical Conduct is governed by the Company's set of values, enabling the relationship with all its stakeholders - Customers, shareholders, brokers, employees, service providers, the community at large, government, among others - to be made in an ethical and honest manner, thus contributing to honest work.

The Grupo NotreDame Intermédica Code of Ethical Conduct establishes standards of Integrity that go beyond those required by law, using, as an example, professional practices that demonstrate GNDI's moral dedication. The Group's values are found in decision-making in business and corporate governance.

The action of directors, employees, attorneys and all those who carry out activities for or on behalf of GNDI must always be guided by the principles of legality, justice, impartiality, morality, disclosure, transparency, probity, efficiency, good principles, honesty, loyalty and the correct alignment of the principles, values and social objectives reflected in this Code of Ethical Conduct and all its policies that have helped shape the Group throughout all the years it has been operating. Those responsible for the hiring employees, trainees, service providers, third parties and representatives in general shall state in their contracts that they are fully aware and observe the provisions herein.

Irlau Machado Filho
President of Grupo NotreDame Intermédica

1 Mission and Values

1.1 Mission

To make quality healthcare accessible to generations of Brazilians.

1.2 Vision

To be a leading figure in the innovation of healthcare management, guaranteeing quality and sustainable healthcare for our Clients.

1.3 Amounts

- (i) Leadership with courage and conviction;
- (ii) Engagement and responsibility;
- (iii) Openness and objectivity;
- (iv) Entrepreneurship and efficiency;
- (v) Relationship of trust;
- (vi) Proactive learning.

2 Objectives and Scope

2.1 The application of this Code of Ethical Conduct does not distinguish area, hierarchical level or type of relationship with the company and aims to establish the ethical and conduct principles that should guide internal and external relations. The GNDI Code of Ethical Conduct aims to guide the company's attitudes and actions in relations with the following interested parties:

- (i) Employees: people/professionals who belong to Grupo NotreDame Intermédica (GNDI) at all hierarchical levels (Salaried and Statutory employees);
- (ii) Customers/Consumers: Clients from the legal entity and individual categories;
- (iii) Service providers in the affiliated healthcare network, service providers in general, government and others;
- (iv) Partners/Suppliers of services and materials/third parties;
- (v) Community: community where Grupo NotreDame Intermédica (GNDI) companies are located, including neighbors;
- (vi) Society: in its broader concept, encompasses media, representative entities of workers, such as trade unions and professional associations, consumers, NGOs and business sectors, among others;
- (vii) Government/Governmental Agencies: Regulatory Governmental bodies and agencies, Legislative and Judicial bodies, Consumer Protection Agencies, local authorities, Public Law Foundations, Government-controlled corporations, Public Companies, Public service and Health Surveillance Utilities and authorized Companies;
- (viii) Competitors: healthcare plan operators, dental plan operators, insurance companies, medical and hospital services and the like;
- (ix) Investors: partners, shareholders.

3 Compliance with Law

- 3.1** Persons undertaking activities on behalf of GNDI must comply with the laws and regulations at all times, in particular anti-corruption rules, protection of sensitive information and GNDI internal policies. Special care should be used in sectors where the law is developed or being extended to situations not previously covered;
- 3.2** All professionals must be constantly updated with the legislation that directly or indirectly links them to GNDI, either by activity, training or place, without prejudice to those that concern the community;
- 3.3** GNDI's participation in public consultations, projects of law, study groups and the like, through the respective responsible for the areas, is always important so that there is projection, defense of interests and a participation in the development of the processes and procedures for the areas in which it operates. This participatory attitude may facilitate and anticipate the preparations for the necessary legal suitability.

4 Responsibility of Leaders, Integrity and a Direct Line with the Company

- 4.1** Responsibility of leaders: the leaders, especially for dedicating their time, their presence, responsibility, their experience and, above all, for being an example, have a duty to contribute so that their leaders fully comply with this Code of Ethical Conduct, having to:

- (i) disclose their content to the leaders, guide and answer questions avoiding committing any violation due to lack of information;
- (ii) to deal with violations of this Code by observing the business philosophy and preserving the GNDI business;
- (iii) identify the possible occurrences of non-compliance with this Code, escalate it to their immediate superior, and the Ethics Channel specially designed to receive and process complaints.

4.2 Professional, personal and ethical integrity: do not jeopardize the safety and integrity of the group covered by this Code. It is critical that attitudes and behavior reflects personal and professional integrity. Do not be silent, nor connive with reprehensible attitudes. No act that is prohibited by the GNDI policies will become permissible merely because it is customary in a specific location or area where the institution operates;

4.3 In many cases, violations can be avoided through an early query. Each employee, who is unsure, is expected to seek guidance and help from his immediate superior or through the channel created and made available especially to the employee: seuespaco@intermedica.com.br;

4.4 Reporting something may also relate to questions on their personal conduct, non-compliance with this Code, internal policies, legislation and regulations applicable to the Company, and may relate, for example, to questionable procedures in the company, especially related to Law 12846, dated August 1, 2013 - the Anti-Corruption Law, regulated by Decree 8420/15, and ANS Normative Resolution No. 117 or Money Laundering. In addition, each employee can make enquiries, giving suggestions or expressing concerns through this direct channel: gndi@canaldedenuncia.com.br, by telephone 0800 025 8856, by the company's website or Intranet.;

4.5 In order to guarantee the anonymity of the authors of complaints made through the direct channel mentioned in item 4.4 above, Grupo NotreDame Intermédica (GNDI) uses information technology systems and procedures for internal controls that ensure the confidentiality and restrict unauthorized third-party access. Confidentiality also guarantees that a bona fide employee who uses any direct means of reporting something or whistleblowing shall not be subjected to any retaliation or punishment as a result of this.

5 Relationship with Suppliers

All relationships should have the realization of durable and mutually beneficial partnerships as their central objective. Therefore, below, we highlight the rules of conduct in our relations with suppliers, be they private or public, including but not limited to public companies, utilities, authorized distributors and Government-controlled corporations.

5.1 Treat suppliers with professionalism and exemption, rejecting any attempt or even appearance of favoritism;

5.2 Contract product suppliers and/or service providers, as well as the partnerships made based on technical, professional, ethical criteria and the needs of the Group companies;

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- 5.3** Grupo NotreDame Intermédica (GNDI) must contract them through pre-determined policies and processes, such as competition, price quotation or eminently technical criteria, that guarantee the best cost-benefit ratio;
- 5.4** Do not conduct business with suppliers that have a bad reputation, a standard that extends to accredited network of hospitals, clinics and laboratories;
- 5.5** A fair pricing policy, consistent with the market and compatible with the quality and quantity of the products or services offered;
- 5.6** Do not hire people or organizations that are grossly inconsistent with Brazil's legislation or do not respect their tax, environmental, labor and social security obligations;
- 5.7** Value contracting socially responsible companies, committed to the well-being of its employees and to the sustainable development of society and the environment;
- 5.8** Do not solicit and/or accept gifts, regardless of the time or reason, and also do not accept or offer any souvenirs, travel, lodging, entertainment, expenses, scholarships, favors, gratuities or any personal advantage related to suppliers and service providers, Customers, any public or private services, as well as other public that has or will have a direct or indirect relationship with Grupo NotreDame Intermédica (GNDI) companies. Receipt of kindnesses of a symbolic value up to R\$ 50.00 (fifty reais), as small corporate gifts advertising the company containing the logo, such as pens, key rings, calendars, card holders etc. and, provided they offered and/or received naturally, do not fall within the restrictions;
 - 5.8.1** They should be refused in a respectful manner, stating the limitations of this Code. If any presents, gifts, souvenirs etc., cannot be refused, the fact must be recorded with the e-mail to compliance@intermedica.com.br for analysis and allocation. The same email address should be used for any queries;
 - 5.8.1** GNDI will establish specific policies to distribute gifts and amounts with a promotional and/or business relationship, always based on ethical, legal and reasonable market principles;
- 5.9** Not to give, receive, offer or promise any advantages, presents, scholarships, travel, expenses, entertainment, event tickets, gifts and/or gratuities to any person for the purpose of influencing any decision on contracting services, as contracted party or contracting party, especially in bidding processes and in relationships with the Municipal, State and Federal Governments;
- 5.10** Maintain confidentiality regarding internal procedures or any documents, data or information obtained to carry out the role;
- 5.11** Ensure that suppliers participating in tender bids or contracted parties safeguard the confidentiality of the information, maintaining absolute confidentiality of any data, material, documents, technical and commercial specifications for the purpose of the acquisition of which they will have knowledge or access;

- 5.12** Do not disclose, under any pretext, personal information to suppliers, such as addresses, home phone numbers, mobile phone numbers and e-mail;
- 5.13** Communicate with the supplier preferably on the premises of the Organization, always using their own extension number and commercial e-mail and, whenever possible, in the presence or telling another employee or immediate superior;
- 5.14** Communicate with federal, state and municipal public servants, regulatory bodies, professional associations, public companies, Government-controlled corporations, authorized distributors or public service utilities, foundations governed by public law, always through official channels, depending on the scope and as internally defined, reducing the term or formalizing, wherever possible, these contacts, which should always be done in the presence of more than one employee or immediate superior;
- 5.15** Do not establish or maintain a formal or informal relationship with suppliers or customers, avoiding conflicts of interest or obtaining personal advantages;
- 5.16** Follow the Information Security Policy or standards and procedures that cover a set of measures needed to preserve the information of the organization, guaranteeing its confidentiality, integrity and availability;
- 5.17** Do not disclose any GNDI information or data, to anyone, without the prior authorization of the Board of Directors, unless the information is already in the public domain;
- 5.18** Item 14 of this Code provides for rules related to conflicts of interest and related parties, which involve situations that need to be declared, monitored, mitigated or eliminated.

6 Work relationships

- 6.1** All people in a leadership position must show through their actions that they are committed to the Company's values. They should also contribute to the creation of a harmonious and respectful environment;
- 6.2** All employees must respect the Company's values and principles. No one should ask an employee to violate the law or to disregard the Company's values, policies and procedures;
- 6.3** The company will always strive to provide the best in safety in the workplace. Each Business Unit aims to provide and preserve the safety of the workplace;
- 6.4** The use of medicines in the workplace is not allowed. Grupo NotreDame Intermédica (GNDI) will not allow anyone to work under the influence of drugs, alcohol or other substances that are prohibited and/or may create unsafe conditions;
- 6.5** Employees are prohibited from behaving violently, in a harsh manner or using threats, nor are they allowed to carry or use weapons in the workplace;
- 6.6** Grupo NotreDame Intermédica (GNDI) offers equal employment opportunities to all people, regardless of gender, religion, color, nationality, age, gender, disability or any other factor;

- 6.7** The companies of Grupo NotreDame Intermédica (GNDI) respect human rights and do not use child labor or forced labor, nor have or will have relations with suppliers or providers that do so;
- 6.8** Grupo NotreDame Intermédica (GNDI) respects the freedom of each employee to become a member, or not, of a legally constituted association or organization. However, political-partisan or professional association activities, as well as any political propaganda or demonstration in the company's headquarters, facilities, vehicles and publications, are not allowed in the workplace;
- 6.9** In Grupo NotreDame Intermédica companies, employees may be allowed to have relatives or friends working or providing services to GNDI, provided they are not subordinated to the same manager and that there is no conflict of interest in the process or professional relationship. These relationships must be declared prior to hiring the employee or service provider and submitted to the Audit Committee for assessment;
- 6.9.1** These employees should update, through a corporate declaration form, the relations initiated after they were hired. Once a potential conflict of interest has been established and in order to preserve the company's interests, the Board of Executive Officers will seek to establish the most appropriate adjustment for the situation with those involved, in the direct, commercial or operational relationship;
- 6.9.2** In such cases, work situations will be avoided that create a relationship of direct and/or indirect subordination between family members or people with close relationships, as well as avoiding that they work in the same place/work sector, even if there is no subordination;
- 6.10** Every employee must tell Grupo NotreDame Intermédica (GNDI), using the email address compliance@intermedica.com.br, if in the last five (05) years he or she has worked or still works in a position, job or relevant public role in public agencies, public companies, Government-controlled corporation, utilities or public service authorized distributors, municipalities and public foundations, including Professional Associations, as well as whether they have any blood relatives or have an affinity in the same condition;
- 6.11** Grupo NotreDame Intermédica (GNDI) respects the privacy of employees. Personal details on employees will only be collected and processed for business reasons and whenever this is in compliance with the applicable legislation. Access to the personal details on employees is only limited to persons with a legal right to access them, and even then, only when it is necessary to carry out work. Professionals dealing with personal details are regularly warned of their responsibility to protect them;
- 6.12** Other activities or services, outside to the company, cannot interfere with the work to be carried out for Grupo NotreDame Intermédica (GNDI). It is not acceptable that these external activities/services, in any way, conflict with the work that is carried out for the company;
- 6.13** It is not permitted to sell any products on the premises of the companies of Grupo NotreDame Intermédica (GNDI) without the prior authorization of the Board of Executive Officers;

- 6.14 All services must be provided by employees and other members shall use respect, care, humanization, quality, technical security, attention and privacy, promoting their well-being, confidentiality of information and reinforcing professionalism;
- 6.15 When using social networks, the values and image of the GNDI must be respected, observing the Law and in this Code;
- 6.16 Employees also participate annually in training to develop the understanding of the ethical requirements, Anti-Corruption Law, among others defined in this Code. Trainings given either in person or within the GNDI Corporate University environment.

7 Conduct related to company resources

All employees have a duty to protect company assets such as equipment, stocks, supplies, values, data and information, facilities, copyrights, software, computer programs, inventions, literary works, trademarks or patents.

The Company has internal controls, internal audit, Audit Committee, policies and processes to prevent, detect and correct any threat or fraud. Even so, many different forms of fraud can arise. The Company adopts zero tolerance and reports any cases to the police and judicial authorities.

In carrying out activities, everyone must maintain processes and procedures that can prevent foreseeable risks, fraud, simulations or other forms of misuse of GNDI resources or even against third parties. Should there be any suspicion or realization of any fact that constitutes a fraud, the fact must be immediately reported and recorded with the internal organs for investigation, urgent measures, improvement plans and report them to the authorities.

The assets of the company, not only those entrusted to each employee to carry out their duties, should be treated with the same care given to their own assets.

- 7.1 Waste is a form of misuse of resources and should also be considered as such;
- 7.2 All official documents, books or records of the company must be carefully preserved with safety, accuracy and care. Such documents or records may only be rendered useless if they are no longer of historical, commercial, tax or other use, and always with previous authorization of senior management, as well as comply with the requirements of electronic archiving and specific policies;
- 7.3 Materials prepared or produced and used in the course of work, or because of it, are protected by copyright, and the legal property of GNDI, and it is not permitted to reproduce, distribute or change material of the company or third parties whose copyrights are protected by law, except by prior authorization. Examples of materials commonly protected by copyright law: software, audio and video recordings, books and magazines and specialized publications, material used in presentations, classes and training, management and process models, etc.;

7.4 Grupo NotreDame Intermédica has specific requirements regarding the use of electronic mail (e-mail), and access to the worldwide computer network (Internet and Intranet of the company), as well as other sources or repositories of electronic information, during work or when using company computers;

7.5 All data stored on computers, including e-mail messages sent or received through the network, are deemed to be owned by GNDI companies, and not owned by the employee;

By representing competitive advantages, all internal information that is not in the public domain is confidential and therefore owned by GNDI. Lack of care with information can turn a competitive advantage into a risk for the company. Among them are:

- (i) customer information;
- (ii) registers and databases in general;
- (iii) financial, technical, management and marketing information;
- (iv) business plans and strategies;
- (v) financial models and products;
- (vi) contracts;
- (vii) tables;
- (viii) material acts and facts to which the employees had access;
- (ix) activities practiced in the market by GNDI companies;
- (x) applications, technologies and methodologies developed or in use at the Company;
- (xi) exchange of routine emails.

With respect to the treatment of GNDI proprietary information, employees must pay attention to the confidentiality of the information and thus:

- (i) do not use confidential and privileged information for their own or third parties' benefit, so as not to generate a conflict of interest;
- (ii) keep customer information confidential;
- (iii) do not transfer or transmit confidential and privileged information to other employees or third parties, by any physical or digital means.

All employees must request prior authorization from their immediate superior for any activity that is not part of their assignments, such as:

- (i) loading any material that contains customer information out of the premises of the company;
- (ii) copying or reproducing any type of file that relates to GNDI clients or activities;
- (iii) transferring or transmitting, to any other person, GNDI customer information or operations by any means of communication.

Taking care to store documents and information is the responsibility of each one. We should always make sure that:

- (i) documents of any kind are not left on tables, in fax machines and copiers or that in any way are not exposed to other employees or third parties in going through the company during or at the end of the working day;
- (ii) documents with sensitive information remain in locked files;
- (iii) papers and documents are totally destroyed;
- (iv) protect access to GNDI premises by strictly observing the access restrictions to the company premises;
- (v) do not use access to allow unauthorized persons to enter GNDI premises, even if they are employees of other companies or areas;
- (vi) report the presence of unauthorized persons on GNDI premises to their immediate superior;
- (vii) do not to give, to third parties, under any circumstances, the employee badge to access the company premises;
- (viii) immediately report the loss of your badge;
- (ix) be responsible for visitors where GNDI has authorized entry;
- (x) keep all information and data archived electronically on the network;
- (xi) when you are away from your workstation or away from your computer, block the screen and password.

The provisions regarding the confidentiality of information that employees, directly or indirectly, have access to, remain in force even when they terminate their labor or commercial relationship with GNDI.

Restricting the flow of information may be necessary even among departments, internal services and people to prevent confidential information from being shared or misused, generating a lack of security, an atmosphere of expectation, negative organizational atmosphere or risk of loss, and due such filtering and selection of information.

7.6 Employees may not use company resources to send, receive, access or save electronic information that has illegal content, including but not limited to sexual content, or that promotes hate, violence, gambling or illegal drugs, or to purchase or the illegal use of weapons or any other practices prohibited by law. Employees also shall not install or use computer files or software that is not licensed by the company, and/or not approved by management, nor shall they use approved software in a manner that is different from that established in the license or copyright agreement.

7.6.1 The present matter is related to and supplemented by the Information Security Policy, physical or electronic, as well as the Material Act or Fact Disclosure Policy that specifically deals with the matters addressed here.

8 Relationship with Governmental Agencies

- 8.1** The relationship of all GNDI employees with government agencies should be guided by ethics, honesty, transparency, morality and integrity and in strict compliance with law 12,846, dated August 1, 2013 - Anti-Corruption Law, regulated by Decree 8,420/15, and updates and supplements that may be published;
- 8.2** The Company shall maintain a professional relationship with governmental entities and representatives, dealing with the affairs and interests of the Organization in an impersonal manner, with no political connotation;
- 8.3** Payments, gifts or any other benefits or advantages cannot be offered and/or received to/from any public servant, employee or agent from public bodies or intermediary that carries out, even temporarily or without remuneration, position or public role, or by any agency appointed, contracted or any other form of investiture or link, mandate, position, job or function in the Legislative, Executive or Judicial branches, national or foreign, regardless of whether that person has been nominated or elected. Simple favors, even if they have no financial value or are insignificant payments, can define corruption or bribery. Such acts may involve individuals and the company, and there are civil and criminal sanctions. However, GNDI may also impose disciplinary sanctions;
- 8.4** Grupo NotreDame Intermédica does not make contributions to political parties and candidates for political office. Its employees, although they are free in their personal lives to associate or collaborate with contributions to political parties and/or candidates, are well-advised and aware that they should not use payment practices to public authorities, political parties, representatives of a political party or candidate for political office or similar on behalf of the Company;
- 8.5** Employees have a duty to immediately report any signs of wrongdoing or mistrust that they identify in their routines using the reporting channels available to prevent acts of corruption and bribery. As determined in this Code of Ethical Conduct, there will be no retaliation against any person who gives any information in good faith about an alleged violation of the Code of Ethical Conduct which also includes the violation of laws, regulations and internal policies;
- 8.6** In the Bidding processes of any nature, Grupo NotreDame Intermédica (GNDI) and its employees will act in full compliance with the precepts of Law 8,666/93, always communicating with the stakeholders through the official means and channels and/or recommended at the respective events;
- 8.7** All contacts and interaction with bidding company representatives, at any stage of the bidding process, shall be carried out by official means, in a formal manner, always in the presence or with the knowledge of more than one employee;
- 8.8** The Company has an Anti-Corruption and Anti-Bribery Policy that supplements this matter.

9 Relationship with Clients

- 9.1** The Commitment to meet the needs of the Customer well must guide the day-to-day business of Grupo NotreDame Intermédica (GNDI) companies;
- 9.2** We work under the concept of Comprehensive Health Management, favoring the promotion of health, preventing diseases and combining a quality service with reduced costs;
- 9.3** We invest in programs, information and guidelines and make them available to our Clients, aiming to encourage them to look after their health;
- 9.4** Through Comprehensive Health Management, we enable our Client companies to monitor the health profile of their employees and also optimize healthcare costs;
- 9.5** In professional relationships, presents, souvenirs, travel, lodging, entertainment, expenses, scholarships, favors, gratuities or any advantages or benefits cannot be given, paid, offered, promised and/or accepted or received to/from any person or entity, by direct or indirect means, be they in the private sector and especially public;
- 9.6** GNDI will establish specific policies for business relationships, always based on ethical and reasonable principles.

10 Relations with competitors

- 10.1** GNDI promotes a fair competition policy. Therefore, it respects its competitors and works in an ethical and legal manner, seeking the protection and development of the markets in which it operates. Everyone should adhere to the Antitrust Laws. GNDI does not engage in acts and operations that undermine free competition through anticompetitive conduct;
- 10.2** Also, no verbal or written statements should be made that could affect the image of competitors, since they should be treated with the respect we expect to be treated with;
- 10.3** It is expressly prohibited to provide any third party with strategic information on the Company, confidential or otherwise that is in any way detrimental to the business. Any visit needed to get to know GNDI facilities and buildings must be monitored by a representative of the respective area during their stay, but always in cordial atmosphere and must be reported, in advance, to the Board of Directors to approve the visit;
- 10.4** Espionage of any kind is unacceptable;
- 10.5** It is the duty of every citizen to report a cartel, tying the sale of products and services, creating difficulties for competing companies to operate, among others.

11 Press Relations

- 11.1** All members of GNDI must ensure the reputation and image of the organization, promote its strength and generate value.
- 11.2** However, GNDI employees are prohibited from assuming the role of spokespersons for the Group without the prior authorization of the Board of Executive Officers;

- 11.3 Only the official spokespersons defined by the Company are authorized to grant interviews or inform the press on behalf of GNDI. In situations where journalists directly contact an employee, the Board of Executive Officers should be immediately notified;
- 11.4 In particular, any patient-related information is protected by law and should be kept confidential;
- 11.5 Any information related to a material act or fact, sale of assets and portfolios, acquisitions of assets and portfolios, targets, indicators, strategies, performance, plans, data, among others, to which GNDI employees and other members have privileged access due to the position they hold, until it is officially and publicly disclosed and by a person authorized by GNDI, must be absolutely preserved with total confidentiality. Leaders must also ensure that subordinates and third parties also do so, where they are reliable jointly and severally with them in the event of non-compliance;
- 11.6 The Company's Material Act or Fact Information Policy supplements these guidelines.

12 Relationship with Society in General

- 12.1 Within its vocation focused on social responsibility, among other programs, the Company runs campaigns to prevent diseases, promote healthy habits, practice sport and care for the environment;
- 12.2 The Company has sustainable practices by continuously looking to improve its relationship with the environment. To this end, it develops quality programs and a systematic reduction of the disposal liquid waste and solid waste into Nature;
- 12.3 Grupo NotreDame Intermédica (GNDI) encourages good practices in the treatment of chemical waste. It also invests in teaching the community to act with social responsibility;
- 12.4 Grupo NotreDame Intermédica (GNDI) encourages and supports its employees to participate in the projects and reinforces the importance of its ethical conduct in the community and also through volunteer programs;
- 12.5 Grupo NotreDame Intermédica (GNDI) invests in including retirees in our staff, aiming to absorb productive professionals, generating opportunities in the labor market;
- 12.6 All employees, third parties and people involved in carrying out activities related to GNDI must promote the observation of all the government rules and recommendations in order to respect the environment;
- 12.7 The neighbors of any GNDI headquarters must have the attention and respect of their members, who must be respectful, have good relations, good practices against noise, visual and environmental pollution, in order to avoid, mitigate or resolve adverse impacts, due to GNDI operations;
- 12.8 It is the duty of the whole society to fight and report Money Laundering. This has been a social problem of an international nature and, in general, aims to fund criminal organizations. When you are suspicious or aware that a financial transaction

is suspect, we must notify the authorities and the Company's control sectors.

13 Relationship with Shareholders

13.1 GNDI's relationships and communications with shareholders are guided by transparent policies and guidelines with accurate, adequate, sound and reliable information. This Code reinforces principles, values and behavior expected from all its professionals, seeking to generate value in the image, worth and operations of GNDI. The confidentiality of information must be strict and only authorized for disclosure if it occurs through previously authorized persons, in accordance with the legal provisions and regulations established by the competent bodies.

13.2 The adoption of policies and guidelines for responsible and robust governance involves:

- (i) Diligence and accountability of all acts;
- (ii) Rigorous internal controls;
- (iii) Risk management practices;
- (iv) Intolerance to the access and misuse of privileged information;
- (v) Confidentiality of the strategic actions aiming at the safety of carrying them out, seeking to enhance the competitive advantages and longevity;
- (vi) Search for honest, adequate and compatible results to run the business;
- (vii) Transparency and ethics;
- (viii) Justice and fairness, maintaining an environment and relationships that are free of discriminatory attitudes and policies;
- (ix) Socio-environmental responsibility, sustainability, quality, safety and operational efficiency;
- (x) Generation of value and growth;
- (xi) Professionals trained and qualified for their activities;
- (xii) Communication channels with its various audiences.

14 Conflicts of Interest and Related Parties

14.1 The Conflict of interests through related parties may be present in any Company transaction that deals with the transfer of resources, obligations, contracting or providing services between related parties, businesses, disputes or actions, regardless of whether or not there is a value allocated to the transactions or whether it is represented by other legal entities or individuals;

14.2 Loyalty of GNDI members is legal and expected, in relation to their transactions and operations, requiring that the interests of the Company always override the private interests of the decision makers;

14.3 Conflicts of interest may also arise when a person who has (directly or indirectly), through a family member or a person with whom he or she

has close and intimate relationships, a personal interest that is sufficiently relevant to appear to influence or generate a restriction in carrying out the objective and is exempt from their duties in the Company;

14.3.1 The interests may also be personal, scientific, welfare, educational, curricular, religious, social and economic, and may occur directly or indirectly, committed by action or omission;

14.4 Annually, GNDI will request the Statement of Conflict of Interests from people who are related to its business policies, as well as others that it deems relevant within its responsibility;

14.4.1 Regardless of the Declaration, the manager or person involved in any Company operation or transaction must communicate any conflict of interest/related parties, its nature and extent, in a complete manner and at any time, and should not be restricted to an initiative of the Company.

14.5 Notwithstanding, any person, even if they are unrelated to the operation or transaction, may declare acts or facts that may constitute a conflict of interests or related parties to the Audit Committee or to any other whistleblowing or communication channel of the Company.

14.6 In the event of a conflict of interests, the party concerned should immediately back away from the specific process, opinion or decision-making regarding their conflict, and should wait for further guidance and compliance with the review process, but in no case should the person involved fail to comply with their legal duties and protection of the company's other risks.

15 Whistleblowing and Reporting

15.1 GNDI has independent channels (specialized company) for whistleblowing, whose information is received and reported to the Audit Committee of the Company's Board;

15.2 If you have any questions, need clarification, suspected violation of the terms of this Code or whistleblowing, directly report it through this Channel, using the following means:

Email: gndi@canaldedenuncia.com.br ;

Telephone: 0800 025 8856;

Website: <https://canaldedenuncia.com.br/gndi/>

These channels are available to individuals or legal entities, public or private, either internal or external to the Institution;

15.3 Except due to law or judicial request, GNDI ensures confidentiality of the information and/or the report for whistleblowers that act in good faith. For each record or case, the subject will be recorded, which may be monitored within the legal and internal limits of information. The Audit Committee shall report such matters to the Board, as well as to follow up on the facts;

15.4 From the assessments, there may be recommendations to improve processes, training, action plans, as well as possible internal disciplinary sanctions and possible notifications to the competent authorities;

- 15.5 The assessment procedures shall be kept confidential and the processes shall remain filed under the responsibility of the Audit Committee;
- 15.6 No employee, trainee, volunteer, contractor or other persons who report in good faith a suspicion or violation of law, regulations, policy or this Code of Ethical Conduct shall suffer any retaliation, sanction or negative action for this reason.

16 Respect for Fundamental Human Rights

- 16.1 The GNDI advocates ethical actions, with a conscious and indispensable practice to preserve human dignity according to political, economic, social, cultural and ethical issues in its actions;
- 16.2 Respect for the protection of internationally recognized human rights must be ensured by all and will be ensured by GNDI. In all relationships, we must ensure respectful, professional, safe and dignified attitudes and be free from harassment of all types;
- 16.3 In the professional environment, people should be treated indistinctly and be recognized for their attitudes and expertise. GNDI does not tolerate discrimination and/or harassment based on: gender; identity; color; origin; nationality; citizenship; age; religious conviction, philosophical or political conviction; sexual preference; culture;ancestry; marital status; deficiency; socioeconomic status; office or function; or any other personal or social characteristic;
- 16.4 In its activities, all its members must respect and comply with current legislation, which prohibits the work of children and teenagers under 18 years of age, except as apprentices, from the age of 14, provided that the work is not unhealthy or dangerous in nature;
- 16.5 Slave, forced or compulsory labor, creates restrictions on the freedom of the worker and may not offer the minimum conditions of dignity. Everyone is committed to eliminate all forms of work that is similar to that of a slave, and must report the violators if that practice is found;
- 16.6 Bullying is intolerable at GNDI and means exposing someone to inhuman, humiliating and embarrassing, repetitive and prolonged situations during the work day and while they carry out their functions;
- 16.7 Sexual harassment is countered, meaning a kind of violence practiced by acts, behavior or words with sexual intentions, not only, but especially by someone in a privileged position;
- 16.8 GNDI repudiates any attitude or behavior that contains harassment.

17 Violations

Employees, managers, trainees, temporary staff, young apprentices and internal service providers who violate the Code of Ethical Conduct or their nature will be subject to the applicable legal and administrative consequences, as provided for in civil, criminal and labor legislation.

Under no circumstances shall the application of this Code be a justification for violating precepts and rules issued by legally competent authorities, since that

material is not intended for that type of statehood and is not intended to replace such authorities.

18 General Provisions

This Code of Ethical Conduct will remain in force indefinitely and may be updated at any time.

The guidelines contained in this Code will be permanently available on its website homepage and the intranet, and will be made known to all GNDI employees, managers, trainees, young apprentices and service providers, as well as other relevant audiences, and regular training is given on the need to comply with it.

Any issues that have been dealt with briefly in this Code and others that have not been addressed, does not reduce the importance and observance in the application of general rules of good conduct and socially accepted ethical policies. Any tolerance on the part of GNDI should not be understood as a permanent renewal or disregard of the rule.

This Code of Ethical Conduct may be distributed electronically and/or physically.

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